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中國人壽保險股份有限公司

CHINA LIFE INSURANCE COMPANY LIMITED

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2628)

ANNOUNCEMENT

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The board of directors (the "**Board**") of China Life Insurance Company Limited (the "**Company**") hereby announces that, in order to enhance its corporate governance system and comply with laws, regulations, and the standards of external regulators, and having taken into account its own governance practices, the Company proposes to make amendments to its articles of association (the "**Articles of Association**") in accordance with the Company Law of the People's Republic of China, the Guidelines on the Articles of Association of Listed Companies issued by the China Securities Regulatory Commission, and other relevant laws, regulations, and regulatory requirements.

The proposed amendments to the Articles of Association are subject to the approval by the shareholders of the Company by way of a special resolution at a general meeting and the approval by the National Financial Regulatory Administration. A circular containing, among others, details of the proposed amendments to the Articles of Association, and the notice of the general meeting will be dispatched to the shareholders of the Company in due course.

The proposed amendments to the Articles of Association are set out below:

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 1	China Life Insurance Company Limited (the "Company") is a joint stock limited company established in accordance with the Insurance Law of the People's Republic of China (the "Insurance Law"), the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (the "Special Regulations"), the Reply of the State Council on the Adjustment of the Notice Period for General Meeting and Other Matters Applicable to the Overseas Listed Companies, and other relevant national laws and administrative regulations. The Company was established by way of promotion with China Life Insurance Company as the sole promoter, and with the approval of the former China Insurance Regulatory Commission (which was renamed as the China Banking and Insurance Regulatory Commission, the "CBIRC"), as evidenced by the approving document Bao Jian Fu [2003] No. 115. It is registered with, and has obtained a business license from, the State Administration for Industry and Commerce on June 30, 2003. The Company's unified social credit code is 911000071092841XX.	Article 1	China Life Insurance Company Limited (the "Company") is a joint stock limited company established in accordance with the Insurance Law of the People's Republic of China (the "Insurance Law"), the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), the **original** Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies ~~(the "Special Regulations")~~, the Reply of the State Council on the Adjustment of the Notice Period for General Meeting and Other Matters Applicable to the Overseas Listed Companies, and other relevant national laws and administrative regulations. The Company was established by way of promotion with China Life Insurance Company as the sole promoter, and with the approval of the former China Insurance Regulatory Commission (which was **subsequently** renamed as the China Banking and Insurance Regulatory Commission~~,~~ ~~the "CBIRC"~~ **and the National Financial Regulatory Administration**), as evidenced by the approving document Bao Jian Fu [2003] No. 115. It is registered with, and has obtained a business license from, the State Administration for Industry and Commerce on June 30, 2003. The Company's unified social credit code is 911000071092841XX.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	…… The predecessor of China Life Insurance (Group) Company is China Life Insurance Company. China Life Insurance Company was changed to China Life Insurance (Group) Company after obtaining the approval of the former CIRC (Bao Jian Fu [2003] No. 108).		…… The predecessor of China Life Insurance (Group) Company is China Life Insurance Company. China Life Insurance Company was changed to China Life Insurance (Group) Company after obtaining the approval of the former ~~CIRC~~ **China Insurance Regulatory Commission** (Bao Jian Fu [2003] No. 108).
Article 4	The Company's legal representative is the Chairman of the Board of Directors of the Company.	Article 4	The Company's legal representative ~~is~~ **shall be served by** the ~~Chairman of the Board of Directors~~ **President** of the Company. **If the President resigns, he/she shall be deemed to have resigned as legal representative at the same time.** **If the legal representative resigns, the Company shall determine a new legal representative within thirty (30) days from the date of resignation of the legal representative.** **The legal consequences of civil activities conducted by the legal representative in the name of the Company shall be borne by the Company. Any restrictions on the functions and powers of the legal representative imposed by these Articles of Association or the shareholders' meeting shall not be enforceable against a bona fide third party. If the legal representative causes harm to others while performing his/her duties, the Company shall bear civil liability. After the Company has borne civil liability, it may seek recourse from the legal representative at fault in accordance with the laws or these Articles of Association.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 5	The Company is a joint stock limited company that has perpetual existence. The shareholders of the Company shall exercise their rights and bear their liabilities to the extent of their respective shareholdings in the Company. The Company shall be liable for the debts of the Company to the extent of all the property of the Company. The Company is an independent legal person under the jurisdiction and protection of the laws and administrative regulations of the People's Republic of China.	Article 5	The Company is a joint stock limited company that has perpetual existence. ~~The s~~**S**hareholders of the Company shall ~~exercise their rights and bear their liabilities~~ **be liable for the Company** to the extent of the~~ir respective~~ share~~sholdings in the Company~~ **they have subscribed**. The Company shall be liable for ~~the~~ **its** debts ~~of the Company~~ to the extent of all of **its assets** ~~the property of the Company~~. The Company is an independent legal person under the jurisdiction and protection of the laws and administrative regulations of the People's Republic of China.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 6	Pursuant to the Company Law, the Insurance Law, the Special Regulations, the Mandatory Provisions Governing the Articles of Association of Overseas Listed Companies (hereinafter referred to as the "Mandatory Provisions"), the Guidelines on the Articles of Association of Listed Companies, the Guidelines on the Articles of Association of Insurance Companies and other applicable national laws and administrative regulations, as well as the listing rules of the place where the Company is listed, the Company has amended its previous Articles of Association (the "Previous Articles of Association") and formulated these Articles of Association (the "Company's Articles of Association" or these "Articles of Association") by a special resolution of the shareholders' general meeting of the Company on May 30, 2019.	Article 6	Pursuant to the Company Law, the Insurance Law, ~~the Special Regulations, the Mandatory Provisions Governing the Articles of Association of Overseas Listed Companies (hereinafter referred to as the "Mandatory Provisions"),~~ the Guidelines on the Articles of Association of Listed Companies, the Guidelines on the Articles of Association of Insurance Companies**, the Standards for the Corporate Governance of Banking and Insurance Institutions, the Trial Measures for the Administration of Overseas Securities Offering and Listing by Domestic Enterprises, the Measures for the Administration of Independent Directors of Listed Companies** and other applicable national laws and administrative regulations, as well as the listing rules of the place where the Company is listed, the Company has **formulated and** amended ~~its previous Articles of Association (the "Previous Articles of Association") and formulated~~ these Articles of Association (hereinafter referred to as the "Company's Articles of Association" or these "Articles of Association")~~ by a special resolution of the shareholders' general meeting of the Company on May 30, 2019~~.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 7	From the date on which these Articles of Association come into effect, they shall constitute a legally binding document regulating the Company's organization and activities, and the rights and obligations between the Company and each shareholder and among the shareholders, and are binding on the Company and its shareholders, directors, supervisors, president, vice presidents (i.e. the manager and deputy manager as provided under the Company Law and the Mandatory Provisions) and other senior management officers of the Company; all of whom are entitled, in accordance with the Company's Articles of Association, to make claims with respect to the affairs of the Company. A shareholder may take action against the Company pursuant to the Company's Articles of Association. The Company may take action against shareholders, directors, supervisors, president, vice president and other senior management officers of the Company pursuant to the Company's Articles of Association. A shareholder may also take action against other shareholders and the directors, supervisors, president, vice presidents and other senior management officers of the Company pursuant to the Company's Articles of Association.	Article 7	From the date on which these Articles of Association come into effect, they shall constitute a legally binding document regulating the Company's organization and activities, and the rights and obligations between the Company and each shareholder and among the shareholders, and are binding on the Company and its shareholders, directors, ~~supervisors,~~ president, vice presidents (i.e. the manager and deputy manager as provided under the Company Law and the ~~Mandatory Provisions~~ **Guidelines on the Articles of Association of Listed Companies**) and other senior management officers of the Company; all of whom are entitled, in accordance with the Company's Articles of Association, to make claims with respect to the affairs of the Company. A shareholder may take action against the Company pursuant to the Company's Articles of Association. The Company may take action against shareholders, directors, ~~supervisors,~~ president, vice president and other senior management officers of the Company pursuant to the Company's Articles of Association. A shareholder may also take action against other shareholders and the directors, ~~supervisors,~~ president, vice presidents and other senior management officers of the Company pursuant to the Company's Articles of Association.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The actions referred to in the preceding paragraph include court proceedings and arbitrations. "Other senior management officers" as used in these Articles of Association refer to assistants to the president, the secretary to the Board of Directors, chief financial officer, person in charge of compliance, chief risk officer, chief actuary, and audit controller of the Company, as well as other senior management officers determined by the Board of Directors.		The actions referred to in the preceding paragraph include court proceedings and arbitrations. "Other senior management officers" as used in these Articles of Association refer to assistants to the president, the secretary to the Board of Directors, **person in charge of finance** ~~chief financial officer~~, ~~person in charge of~~ **chief** compliance **officer**, chief risk officer, chief actuary, and **person in charge of audit** ~~controller~~ of the Company, as well as other senior management officers determined by the Board of Directors.
Article 8	The Company must comply with laws and regulations, implement unified national financial guidelines and policies, and be subject to the supervision of the CBIRC.	Article 8	The Company must comply with laws and regulations, implement unified national financial guidelines and policies, and be subject to the supervision of the ~~CBIRC~~ **insurance regulatory authority under the State Council**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 9	The Company shall establish an organization of the Communist Party of China in accordance with the relevant requirements of the Constitution of the Communist Party of China and the Company Law. The Party Committee shall play the core leadership role, providing direction, managing the overall situation and ensuring implementation. The Company shall also establish the working organs of the Party, which shall be equipped with sufficient staff to deal with Party affairs and provided with sufficient funds to operate the Party organization.	Article 9	**In accordance with the relevant requirements of the Constitution of the Communist Party of China and the Company Law, t**~~T~~he Company shall establish an organization of the Communist Party of China **and conduct Party activities, providing necessary conditions for the Party organization's activities** ~~in accordance with the relevant requirements of the Constitution of the Communist Party of China and the Company Law~~. The Party Committee shall play the ~~core~~ leadership role~~,~~ **by** providing direction, managing the overall situation and ensuring implementation**, with a focus on governance and political directions, leadership team, fundamental systems, major decisions and Party building, while assuming responsibility for strict governance of the Party**. The Company shall also establish the working organs of the Party, which shall be equipped with sufficient staff to deal with Party affairs and provided with sufficient funds to operate the Party organization.
Article 10	The Company may invest in any other enterprise. However, unless otherwise stipulated by law, the Company shall not become an investor that bears joint and several liability for the debts of the invested enterprise.	Article 10	The Company may invest in other enterprises**.** ~~However, unless otherwise stipulated by~~ **If the** law~~,~~ **stipulates that** the Company shall not become an investor that bear joint and several liability for the debts of the invested enterprise**, such provisions shall prevail**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 11	The Company's business objectives are: to conform to the idea of "mutual benefit" in operation; to observe the operational policy of fiduciary principle and steadfast operation; to improve the operation and management of the Company, with the concentration on economical benefits and market-oriented direction; to facilitate the continual healthy growth of the Company; and to ensure the interests of the Company, its employees and shareholders.	Article 11	The Company's business objectives are~~:~~ **to uphold the leadership of the Party in all aspects, steadfastly implement the Party's guidelines, principles and policies, and embody the political and people-centric nature of finance, effectively fulfilling its functions as a shock absorber for economic operation and a stabiliser for social development. Adhering consistently to the business philosophy of "success for you, success by you", and maintaining a "customer-centric" approach, the Company is committed to accelerating the transformation of its development model, deepening reform and innovation, managing financial risks and accelerating high-quality development. It is dedicated to steadfastly pushing forward its development in finance with Chinese characteristics and aspires to build itself into a world-class life insurance company with Chinese characteristics.** ~~to conform to the idea of "mutual benefit" in operation; to observe the operational policy of fiduciary principle and steadfast operation; to improve the operation and management of the Company, with the concentration on economical benefits and market-oriented direction; to facilitate the continual healthy growth of the Company; and to ensure the interests of the Company, its employees and shareholders.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 12	…… The Company's scope of business includes: personal insurance businesses, including life insurance, health insurance and accident insurance; reinsurance relating to the above insurance businesses; use of funds permitted by applicable PRC laws and regulations or approved by the State Council; all types of personal insurance services, consulting and agency business; sale of securities investment funds; and other business permitted by the insurance regulatory authority of the PRC. ……	Article 12	…… The Company's scope of business includes: **(1)** personal insurance businesses, including life insurance, health insurance and accident insurance; **(2)** reinsurance relating to the above insurance businesses; **(3)** use of funds permitted by applicable PRC laws and regulations or approved by the State Council; **(4)** all types of personal insurance services, consulting and agency business; **(5)** sale of securities investment funds; and **(6)** other business permitted by the insurance regulatory authority of the PRC. ……
Chapter 3	Shares and Registered Capital	Chapter 3	Shares Section 1 Share Issuance Section 2 Share Increase, Decrease, and Repurchase Section 3 Share Transfer

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 13	There must, at all times, be ordinary shares in the Company, which shall include Domestic-Invested and Foreign-Invested Shares. Subject to the approval by the company approving department authorized by the State Council, the Company may, according to its requirements, create different classes of shares.	Article 13	There must, at all times, be ordinary shares in the Company, which shall include Domestic-Invested and Foreign-Invested Shares. ~~Subject to the approval by the company approving department authorized by the State Council, the Company may, according to its requirements, create different classes of shares.~~ **The Company may issue other classes of shares in accordance with relevant national laws, administrative regulations, and the relevant requirements of the insurance regulatory authority under the State Council and other regulatory authorities.**
Article 15	Subject to the approval by the securities regulatory authority under the State Council, the Company may issue shares to Domestic Investors and Foreign Investors. ……	Article 15	~~Subject to the approval by the~~ **Upon completing the registration or filing procedures with the China S**ecurities **R**~~r~~egulatory ~~authority under the State Council~~ **Commission (the "CSRC") in accordance with laws,** the Company may issue shares to Domestic Investors and Foreign Investors. ……
Article 16	…… Domestic-Invested Shares issued by the Company shall be referred to as "A Shares". Overseas-Listed Foreign-Invested Shares issued by the Company and which are listed in Hong Kong shall be referred to as "H Shares". H Shares are shares that have been admitted for listing on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), the par value of which is denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars. H Shares can also be listed on a stock exchange in the United States in the form of American Depository Receipts.	Article 16	…… Domestic-Invested Shares issued by the Company shall be referred to as "A Shares". Overseas-Listed Foreign-Invested Shares issued by the Company and which are listed in Hong Kong shall be referred to as "H Shares". H Shares are shares that have been admitted for listing on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), the par value of which is denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars. ~~H Shares can also be listed on a stock exchange in the United States in the form of American Depository Receipts.~~

<table>
<tr><th>No.
(Original)</th><th>Original Articles</th><th>No.
(Revised)</th><th>Revised Articles</th></tr>
<tr><td>Article 18</td><td>……

After the issue of the above-mentioned H Shares and A Shares has been completed, the share structure of the Company is set out as follows:

<table><tr><td>Full name/ classification of shareholders</td><td>Classification of shares</td><td>Number of shares</td><td>Shareholding ratio (approximately)</td><td>Lock-up period</td><td>Remark</td></tr><tr><td>.....</td><td></td><td></td><td></td><td></td><td></td></tr></table>
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……</td></tr>
<tr><td>Article 19</td><td>The Company's Board of Directors may take all the necessary actions for the issuance of Overseas-Listed Foreign-Invested Shares and Domestic-Invested Shares after proposals for the issuance of the same have been approved by the securities regulatory authority under the State Council.

The Company may implement its proposal to issue Overseas-Listed Foreign-Invested Shares and Domestic-Invested Shares pursuant to the preceding paragraph within fifteen (15) months from the date of approval by the securities regulatory authority under the State Council.</td><td>—</td><td>(Deleted this Article)</td></tr>
<tr><td>Article 20</td><td>When the total number of shares stated in the proposal for the issuance of shares includes Overseas-Listed Foreign-Invested Shares and Domestic-Invested Shares, such shares shall be fully subscribed for in a single time at their respective offerings. If the shares cannot be fully subscribed for in a single time due to special circumstances, the shares may, subject to approval by the securities regulatory authority under the State Council, be issued in separate batches.</td><td>—</td><td>(Deleted this Article)</td></tr>
</table>

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 22	The Company may, based on its operating and development needs, authorize the increase of its capital pursuant to the Company's Articles of Association. The Company may increase its capital in the following ways: (1) by offering new shares for subscription to unspecified investors; (2) by placing new shares to its existing shareholders; (3) by allotting new shares to its existing shareholders; (4) by capitalizing the common reserve fund; and (5) by other means as permitted by laws and administrative regulations. After the Company's increase of share capital by means of the issuance of new shares has been approved in accordance with the provisions of the Company's Articles of Association, the issuance thereof shall be made in accordance with the relevant national laws, administrative regulations, the relevant requirements of the CBIRC and other regulatory authorities, and the procedures specified in these Articles of Association.	Article 22	The Company may, based on its operating and development needs, **and in accordance with laws and regulations,** ~~authorize the~~ increase ~~of~~ its capital **in the following ways** ~~pursuant to the Company's Articles of Association~~**, subject to resolution passed by the shareholders' meeting**~~.~~**:** ~~The Company may increase its capital in the following ways:~~ (1) by ~~offering~~ **issuing** ~~new~~ shares ~~for subscription~~ to unspecified ~~investors~~ **targets**; (2) by ~~placing new~~ **issuing** shares to ~~its existing shareholders~~ **specific targets**; (3) by allotting ~~new~~ **bonus** shares to its existing shareholders; (4) by capitalizing the common reserve fund; and (5) by other means as ~~permitted~~ **stipulated** by laws and administrative regulations**, and the CSRC**. ~~After t~~**T**he Company's increase of share capital by means of the issuance of new shares ~~has been approved in accordance with the provisions of the Company's Articles of Association, the issuance thereof~~ shall be made in accordance with the relevant national laws, administrative regulations, the relevant requirements of the ~~CBIRC~~ **insurance regulatory authority under the State Council** and other regulatory authorities, and the procedures specified in these Articles of Association.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Newly added		Article 23	**The substantial shareholders of the Company shall provide a long-term commitment in writing to the Company to replenish its capital when necessary, as part of the Company's capital planning.**
Chapter 4	Reduction of Capital and Repurchase of Shares	—	Consolidated to Chapter 3
Article 25	The Company must prepare a balance sheet and a list of its assets when it reduces its registered capital. The Company shall notify its creditors within ten (10) days of the date of the Company's resolution for reduction of registered capital and shall publish an announcement in a newspaper within thirty (30) days of the date of such resolution. A creditor has the right, within thirty (30) days of receipt of the notice from the Company or, in the case of creditor who does not receive such notice, within forty-five (45) days of the date of announcement, to require the Company to repay its debts or to provide a corresponding guarantee for such debt.	Article 25	The Company ~~must~~ **will** prepare a balance sheet and a list of its assets when it reduces its registered capital. The Company shall notify its creditors within ten (10) days of the date ~~of~~ **when** the ~~Company's~~ resolution for reduction of registered capital **is made by the shareholder's meeting** and shall publish an announcement in a newspaper **or on the National Enterprise Credit Information Publicity System** within thirty (30) days of the date of such resolution. A creditor ~~has~~ **shall have** the right, within thirty (30) days of receipt of the notice from the Company or, in the case of creditor who does not receive such notice, within forty-five (45) days of the date of announcement, to require the Company to repay its debts or to provide a corresponding guarantee for such debt.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The Company's registered capital shall not, after the reduction of capital, be less than the minimum amount required by law. The reduction by the Company of its registered capital shall be made in accordance with the Company Law, the relevant requirements of the CBIRC and other regulatory authorities, and the procedures specified in these Articles of Association.		The Company's registered capital shall not, after the reduction of capital, be less than the minimum amount required by law. **When the Company reduces its registered capital, it shall reduce the amount of capital contributions or shares in proportion to the shareholdings of the shareholders, unless otherwise stipulated by laws or these Articles of Association.** The reduction by the Company of its registered capital shall be made in accordance with the Company Law, the relevant requirements of the ~~CBIRC~~ **insurance regulatory authority under the State Council** and other regulatory authorities, and the procedures specified in these Articles of Association.
Newly added		Article 26	**If the reduction of the registered capital is in violation of the Company Law and other relevant requirements, shareholders shall return the funds they have received and the reduced capital contribution of the shareholders shall be restored to its original amount; in case of losses caused to the Company, the shareholders and the responsible directors and senior management officers shall be liable for compensation.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 26	The Company may, in accordance with the procedures set out in the Company's Articles of Association and upon the approval by the relevant governing authority of the State or other regulatory authorities, repurchase its issued and outstanding shares under the following circumstances: (1) cancellation of shares for the purpose of reducing its registered capital; (2) merging with another company that holds shares in the Company; (3) applying shares for employee stock ownership plans or equity incentives; (4) any shareholder requesting the Company to repurchase his shares due to his objection to any resolution adopted at the shareholders' general meeting in respect of the merger or division of the Company; (5) applying shares for conversion into corporate bonds issued by the Company that are convertible into shares; (6) protecting the corporate value and the rights and interests of shareholders as the Company deems necessary; or (7) other circumstances permitted by laws and administrative regulations.	Article 27	The Company may, **subject to the requirements of laws, administrative regulations, and relevant regulatory or competent authorities and** in accordance with the procedures set out in the Company's Articles of Association ~~and upon the approval by the relevant governing authority of the State or other regulatory authorities~~, repurchase its issued and outstanding shares under the following circumstances: (1) ~~cancellation of shares for the purpose of~~ reducing its registered capital; (2) merging with another company that holds shares in the Company; ~~(3) applying shares for employee stock ownership plans or equity incentives;~~ (**3**~~4~~) any shareholder requesting the Company to repurchase his**/her** shares due to his**/her** objection to any resolution adopted at the shareholders' ~~general~~ meeting in respect of the merger or division of the Company; (**4**~~5~~) applying shares for conversion into corporate bonds issued by the Company that are convertible into shares; (**5**~~6~~) protecting the corporate value and the rights and interests of shareholders as the Company deems necessary; or (**6**~~7~~) other circumstances permitted by laws and administrative regulations.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 27	The Company may repurchase shares in any of the following ways, with the approval of the relevant governing authority of the State or other regulatory authorities: (1) by making a repurchase offer to all of its shareholders on a pro rata basis; (2) by repurchasing shares through public dealing on a stock exchange; (3) by repurchasing shares by means of an off-market agreement; or (4) by other ways that are permitted by laws, administrative regulations and securities regulatory authority of the State Council. Where the Company repurchases its own shares, it shall fulfill the obligation of information disclosure pursuant to the requirements of the Securities Law. Where the Company purchases its own shares in the circumstance described in sub-paragraph (3), (5) or (6) of Article 26 hereof, it shall conduct such purchases through centralized public transaction.	Article 28	The Company may ~~re~~purchase **its own** shares ~~in any of the following ways, with the approval of the relevant governing authority of the State or other regulatory authorities:~~ **through centralized public transaction, or other ways recognized by laws, administration regulations and the CSRC.** ~~(1) by making a repurchase offer to all of its shareholders on a pro rata basis;~~ ~~(2) by repurchasing shares through public dealing on a stock exchange;~~ ~~(3) by repurchasing shares by means of an off-market agreement; or~~ ~~(4) by other ways that are permitted by laws, administrative regulations and securities regulatory authority of the State Council.~~ ~~Where the Company repurchases its own shares, it shall fulfill the obligation of information disclosure pursuant to the requirements of the Securities Law.~~ Where the Company purchases its own shares in the circumstance described in sub-paragraph (~~3~~**4**)~~,~~ **or** (5) ~~or (6)~~ of Article ~~26~~**27** hereof, it shall conduct such purchases through centralized public transaction.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 28	The Company shall obtain the prior approval of the shareholders at a general meeting (in the manner provided in the Company's Articles of Association) before it can repurchase shares outside of the stock exchange by means of an off-market agreement. The Company may, by obtaining the prior approval of the shareholders at a general meeting (in the same manner as above), release, vary or waive its rights under an agreement that has been so entered into. ……	Article 29	The Company shall obtain the prior approval of the shareholders at a ~~general~~ **shareholders'** meeting (in the manner provided in the Company's Articles of Association) before it can repurchase shares outside of the stock exchange by means of an off-market agreement. The Company may, by obtaining the prior approval of the shareholders at a ~~general~~ **shareholders'** meeting (in the same manner as above), release, vary or waive its rights under an agreement that has been so entered into. ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 29	If the Company purchases its own shares due to any reason listed in sub-paragraph (1) or (2) of Article 26 hereof, it shall be resolved in a shareholders' general meeting. If the Company purchases its own shares in the circumstance described in sub-paragraph (3), (5) or (6) of Article 26, it may be resolved by more than two-thirds of the directors present at a meeting of the Board of Directors pursuant to these Articles of Association or the authorization given by a shareholders' general meeting. After the Company purchases its own shares in accordance with the requirements set out in Article 26 of these Articles of Association, and if the purchase is made as described in sub-paragraph (1) of Article 26, the shares purchased shall be cancelled within ten (10) days after the purchase. If the purchase is made as described in sub-paragraph (2) or (4), the shares purchased shall be transferred or cancelled within six (6) months. If the purchase is made as described in sub-paragraph (3), (5) or (6), the aggregate number of shares held by the Company shall not exceed 10% of the total issued shares of the Company, and such shares shall be transferred or cancelled within three (3) years. ……	Article 30	If the Company purchases its own shares due to any reason listed in sub-paragraph (1) or (2) of Article ~~26~~**27** hereof, it shall be resolved in a shareholders' ~~general~~ meeting. If the Company purchases its own shares in the circumstance described in sub-paragraph (**4**~~3~~)~~,~~ **or** (5) ~~or (6)~~ of Article ~~26~~**27**, it may be resolved by more than two-thirds of the directors present at a meeting of the Board of Directors~~ pursuant to these Articles of Association or the authorization given by a shareholders' general meeting~~. After the Company purchases its own shares in accordance with the requirements **under** ~~set out in~~ Article ~~26~~**27** of these Articles of Association, and if the purchase is made as described in sub-paragraph (1) of Article ~~26~~**27**, the shares purchased shall be cancelled within ten (10) days after the purchase. If the purchase is made as described in sub-paragraph (2) or (4**3**), the shares purchased shall be transferred or cancelled within six (6) months. If the purchase is made as described in sub-paragraph (~~3~~**4**)~~,~~ **or** (5)~~ or (6)~~, the aggregate number of shares held by the Company shall not exceed 10% of the total **number of** issued shares of the Company, and such shares shall be transferred or cancelled within three (3) years. ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The Company shall report any change of its registered capital to the CBIRC for approval and complete the registration of such change with the registration authority according to law.		The Company shall report any change of its registered capital to the ~~CBIRC~~ **insurance regulatory authority under the State Council** for approval and complete the registration of such change with the registration authority according to law. **Where laws, administrative regulations, departmental rules, regulatory documents, or the relevant stock exchange or regulatory authority where the shares of the Company are listed otherwise provide in respect of the repurchase and cancellation of shares, such provisions shall prevail.**
Article 30	Unless the Company has entered the course of liquidation, it shall comply with the following provisions in relation to a repurchase of its issued shares: (1) where the Company repurchases shares at par value, payment shall be made out of book surplus of distributable profits of the Company or out of the proceeds of a new issue of shares made for that purpose; (2) where the Company repurchases shares of the Company at a premium to its par value, payment up to the par value shall be made out of book surplus of distributable profits of the Company or out of the proceeds of a new issue of shares made for that purpose. Payment of the portion in excess of the par value shall be effected as follows: (I) if the shares being repurchased were issued at par value, payment shall be made out of the book surplus of its distributable profits;	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(II) if the shares being repurchased were issued at a premium to its par value, payment shall be made out of the book surplus of its distributable profits or out of the proceeds of a new issue of shares made for that purpose, provided that the amount paid out of the proceeds of the new issue shall not exceed the aggregate amount of the premiums received by the Company on the issue of the shares repurchased nor shall it exceed the book value of the Company's capital common reserve account (including the premiums on the new issue) at the time of the repurchase; (3) The Company shall make the following payment out of the Company's distributable profits: (I) payment for the acquisition of the right to repurchase its own shares; (II) payment for the variation of any contract for the repurchase of its shares; (III) payment for the release of its obligation(s) under any contract for the repurchase of shares; (4) After the Company's registered capital has been reduced by the aggregate par value of the cancelled shares in accordance with the relevant provisions, the amount deducted from the distributable profits of the Company for payment of the par value of shares which have been repurchased shall be transferred to the account of Company's capital common reserve.		
Chapter 5	Financial Assistance for Acquisition of Shares	—	Consolidated to Chapter 3

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 31	The Company and its subsidiaries shall not, at any time, provide any form of financial assistance to a person who is acquiring or proposes to acquire shares in the Company. This includes any person who directly or indirectly incurs obligations as a result of acquiring shares in the Company (the "Obligor"). The Company and its subsidiaries shall not, at any time, provide any form of financial assistance to the Obligor for the purposes of reducing or discharging the obligations assumed by such person. This Article shall not apply to the circumstances specified in Article 33 of this Chapter.	Article 21	~~The Company and its subsidiaries shall not, at any time, provide any form of financial assistance to a person who is acquiring or proposes to acquire shares in the Company. This includes any person who directly or indirectly incurs obligations as a result of acquiring shares in the Company (the "Obligor").~~ ~~The Company and its subsidiaries shall not, at any time, provide any form of financial assistance to the Obligor for the purposes of reducing or discharging the obligations assumed by such person.~~ ~~This Article shall not apply to the circumstances specified in Article 33 of this Chapter.~~ **The Company or its subsidiaries (including its affiliates) shall not provide any financial assistance in the form of gifts, advances, guarantee or loans etc. to others for the acquisition of shares in the Company or its parent company.** **For the interests of the Company, upon a resolution of the shareholders' meeting, or a resolution of the Board of Directors in accordance with these Articles of Association or the authorization of the shareholders' meeting, the Company may provide financial assistance to others for the acquisition of shares in the Company or its parent company, provided that the cumulative total amount of the financial assistance shall not exceed 10% of the total issued share capital. Resolutions made by the Board of Directors shall be approved by more than two-thirds of all directors.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 32	For the purpose of this Chapter, "financial assistance" includes (but is not limited to) the following: (1) gift; (2) guarantee (including the assumption of liabilities by the guarantor or the provision of assets by the guarantor to secure the performance of obligations by the Obligor), compensation (other than the compensation in respect of the Company's own fault), or release or waiver of any rights; (3) provision of loan or any other agreement under which the obligations of the Company are to be fulfilled before the obligations of another party, or the change in parties to, or the assignment of the rights under, such loan or agreement; and (4) any other form of financial assistance given by the Company when the Company is insolvent or has no net assets or when its net assets would thereby be reduced to a material extent. For the purpose of this Chapter, "assumption of obligations" includes the assumption of obligations by way of contract or by way of arrangement (irrespective of whether such contract or arrangement is enforceable or not and irrespective of whether such obligation is to be borne solely by the Obligor or jointly with other persons) or by any other means which results in a change in the financial situation.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 33	The following actions shall not be deemed to be activities prohibited by Article 31 of this Chapter: (1) the provision of financial assistance by the Company where the financial assistance is given in good faith in the interests of the Company, and the principal purpose of which is not for the acquisition of shares in the Company, or the giving of financial assistance is an incidental part of a particular plan of the Company; (2) the lawful distribution of the Company's assets by way of dividend; (3) the distribution of share dividends; (4) a reduction of registered capital, a repurchase of shares of the Company or a reorganization of the shareholding structure of the Company effected in accordance with the Company's Articles of Association; (5) the lending of money by the Company within its scope of business and in the ordinary course of its business (provided that the net assets of the Company are not thereby reduced or that, to the extent that the assets are thereby reduced, the financial assistance is provided out of the distributable profits); and (6) contributions made by the Company to the employee share ownership schemes (provided that the net assets of the Company are not thereby reduced or that, to the extent that the assets are thereby reduced, the financial assistance is provided out of the distributable profits).	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Chapter 6	Share Certificates and Register of Shareholders	—	Consolidated to Chapter 3 and Chapter 5
Article 34	The share certificates of the Company shall be in registered form. The share certificates of the Company shall, in addition to the matters required by the Company Law and the Special Regulations, also contain other matters required to be stated therein by the stock exchange(s) on which the Company's shares are listed.	Article 20	~~The s~~**S**hare**s issued by** ~~certificates of~~ the Company shall be ~~in~~ registered **shares** ~~form~~. The share certificates of the Company shall, in addition to the matters required by the Company Law ~~and the Special Regulations~~, also contain other matters required to be stated therein by the stock exchange(s) on which the Company's shares are listed.
Article 35	Share certificates of the Company shall be signed by the Chairman of the Company's Board of Directors. Where the stock exchange(s) on which the Company's shares are listed require other senior management officer(s) of the Company to sign on the share certificates, the share certificates shall also be signed by such senior management officer(s). The share certificates shall take effect after being sealed or printed with the seal of the Company. The share certificates shall only be sealed with the Company's seal under the authorization of the Board of Directors. The signatures of the Chairman of the Board of Directors or other senior management officer(s) may be printed in mechanical form.	—	(Deleted this Article)
Article 36	The Company shall not accept its shares being held as security under a pledge.	Article 32	The Company shall not accept its shares being held as security under a pledge.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 37	Shares of the Company may be legally transferred but the transfer must be in compliance with the relevant requirements of the CBIRC and the relevant regulatory authorities and the provisions of these Articles of Association. The directors, supervisors, president, vice president and other senior management officers of the Company shall report to the Company their shareholdings in the Company and any changes thereto, and shall not transfer more than 25% of their total shares in the Company each year during their terms of office, save for the changes in shareholding caused by judicial enforcement, inheritance, bequest and legal division of assets. Any of the directors, supervisors, presidents, vice presidents and other senior management officers of the Company who holds not more than 1,000 shares in the Company may transfer all of their shares at one time without being subject to the restriction on transfer ratio as mentioned above. Under any of the following circumstances, the directors, supervisors, president, vice president and other senior management officers of the Company shall not transfer their shares in the Company:	Article 33	Shares of the Company ~~may~~ **shall** be legally transferred**, and such** ~~but the~~ transfer must be in compliance with **laws, regulations,** the relevant requirements of the relevant regulatory authorities **of the State** and the provisions of these Articles of Association. The directors, ~~supervisors,~~ president, vice president**s** and other senior management officers of the Company shall report to the Company their shareholdings in the Company and any changes thereto, and shall not transfer more than 25% of their total shares in the Company each year during their terms of office **as determined at the time of assuming office**, save for the changes in shareholding caused by judicial enforcement, inheritance, bequest and legal division of assets. Any of the directors, ~~supervisors,~~ presidents, vice presidents and other senior management officers of the Company who holds not more than 1,000 shares in the Company may transfer all of their shares at one time without being subject to the restriction on transfer ratio as mentioned above. Under any of the following circumstances, the directors, ~~supervisors,~~ president, vice president**s** and other senior management officers of the Company shall not transfer their shares in the Company:

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(1) within one (1) year of the date of listing of the Company's shares; (2) within six (6) months after the directors, supervisors, president, vice president and other senior management officers of the Company leave office; (3) if the directors, supervisors, president, vice president and other senior management officers of the Company undertake not to transfer any share during a certain period, within such period; or (4) other circumstances as set out by laws, regulations, the securities regulatory authority under the State Council and the stock exchanges.		(1) within one (1) year of the date of listing of the Company's shares; (2) within six (6) months after the directors, ~~supervisors,~~ president, vice president**s** and other senior management officers of the Company leave office; (3) if the directors, ~~supervisors,~~ president, vice president**s** and other senior management officers of the Company undertake not to transfer any share during a certain period, within such period; or (4) other circumstances as set out by laws, regulations, the securities regulatory authority under the State Council and the stock exchanges. **If shares are pledged during the period in which their transfer is restricted by laws and administrative regulations, the pledgee shall not exercise the pledge rights during the restricted transfer period.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 38	Where directors, supervisors, president, vice president and other senior management officers of the Company and shareholders holding more than 5% of the shares in the Company sell their shares in the Company within a period of six (6) months following the purchase of such shares, or where they repurchase them within a period of six (6) months following the sale of their shares, the proceeds obtained therefrom shall belong to the Company and be recovered by the Board of Directors of the Company. However, the six-month period restrictions shall not apply to any sale of the shares by a securities company that holds more than 5% of the shares in the Company due to its purchase of any remaining shares as an underwriter after sale. Where the Board of Directors of the Company fails to comply with the foregoing, the shareholders shall have the right to demand the Board of Directors to do so within thirty (30) days. If the Board of Directors of the Company fails to do so within the prescribed time period, the shareholders shall have the right to directly initiate legal proceedings at the people's court in their own names for the interest of the Company. Where the Board of Directors of the Company does not act as provided in the first paragraph above, the responsible directors shall be jointly and severally liable.	Article 34	Where directors, ~~supervisors,~~ president, vice president**s** and other senior management officers of the Company and shareholders holding more than 5% of the shares in the Company sell their shares in the Company **or other securities with an equity nature** within a period of six (6) months following the purchase of such shares **or other securities**, or where they repurchase them within a period of six (6) months following the sale of their shares **or other securities**, the proceeds obtained therefrom shall belong to the Company and be recovered by the Board of Directors of the Company. However, ~~the six-month period restrictions shall not apply to any sale of the shares by~~ a securities company that holds more than 5% of the shares in the Company due to its purchase of any remaining shares as an underwriter after sale**, and other circumstances stipulated by the CSRC are excluded.** **The shares or other securities with an equity nature held by directors, president, vice presidents, other senior management officers and natural person shareholders referred to in the preceding paragraph include the shares or other securities with an equity nature held by their spouses, parents, children, and any of the above which is held by using others' accounts.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			Where the Board of Directors of the Company fails to comply with the f~~oregoing~~ **first paragraph of this Article**, the shareholders shall have the right to demand the Board of Directors to do so within thirty (30) days. If the Board of Directors of the Company fails to do so within the prescribed time period, the shareholders shall have the right to directly initiate legal proceedings at the people's court in their own names for the interest of the Company. Where the Board of Directors of the Company does not act as provided in the first paragraph **of this Article**, the responsible directors shall be jointly and severally liable.
Article 39	The Company shall keep a register of shareholders which shall contain the following particulars: (1) the name (title), the address (residence), the occupation or nature of each shareholder; (2) the class and quantity of shares held by each shareholder; (3) the amount paid up or agreed to be paid up for the shares held by each shareholder; (4) the share certificate number of the shares held by each shareholder; (5) the date on which each shareholder was entered in the register as a shareholder of the Company; and (6) the date on which each shareholder ceases to be a shareholder.	Article 37	**The Company shall establish a register of shareholders based on the certificates provided by the securities registration and settlement institution, which shall serve as sufficient evidence of shareholders' ownership of the Company's shares. Shareholders shall enjoy rights and assume obligations according to the class of shares they hold; shareholders holding the same class of shares shall enjoy equal rights and assume the same obligations.** **The Company shall prepare and maintain a register of shareholders at the Company. The register of shareholders shall include the following particulars:** **(1) the name and address of the shareholder;** **(2) the class and number of shares subscribed by each shareholder;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Unless there is evidence to the contrary, the register of shareholders shall be sufficient evidence of the shareholders' shareholdings in the Company.		**(3) the serial number of the share certificate, if shares are issued in paper form; and** **(4) the date on which each shareholder acquired the shares.** ~~The Company shall keep a register of shareholders which shall contain the following particulars:~~ ~~(1) the name (title), the address (residence), the occupation or nature of each shareholder;~~ ~~(2) the class and quantity of shares held by each shareholder;~~ ~~(3) the amount paid up or agreed to be paid up for the shares held by each shareholder;~~ ~~(4) the share certificate number of the shares held by each shareholder;~~ ~~(5) the date on which each shareholder was entered in the register as a shareholder of the Company; and~~ ~~(6) the date on which each shareholder ceases to be a shareholder.~~ ~~Unless there is evidence to the contrary, the register of shareholders shall be sufficient evidence of the shareholders' shareholdings in the Company.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 40	The Company may, in accordance with mutual understanding and agreements made between the securities regulatory authority under the State Council and overseas securities regulatory authorities, maintain the register of shareholders of Overseas-Listed Foreign-Invested Shares overseas and appoint overseas agent(s) to manage such register of shareholders. The original register of shareholders for holders of H Shares shall be maintained in Hong Kong. A duplicate copy of the register of shareholders for the holders of Overseas-Listed Foreign-Invested Shares shall be maintained at the Company. The appointed overseas agent(s) shall ensure consistency between the original and the duplicate copy of the register of shareholders at all times. If there is any inconsistency between the original and the duplicate copy of the register of shareholders for the holders of Overseas-Listed Foreign-Invested Shares, the original register of shareholders shall prevail.	—	(Deleted this Article)
Article 41	The Company shall maintain a complete register of shareholders, ……	Article 38	The Company shall maintain a complete register of shareholders **available for inspection by shareholders**. ……
Article 44	Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or regulatory authority of the place where the shares of the Company are listed stipulate on the period of closure of the register of shareholders prior to a shareholders' general meeting or the record date of the Company for the purpose of distribution of dividends, such provisions shall prevail.	Article 41	Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or regulatory authority of the place where the shares of the Company are listed stipulate on the period of closure of the register of shareholders prior to a shareholders' ~~general~~ meeting or the record date of the Company for the purpose of distribution of dividends, such provisions shall prevail.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 45	When the Company needs to determine the rights attached to the shares of the Company for the purposes of convening a shareholders' general meeting, dividend distribution, liquidation, or for any other purpose, the Board of Directors shall decide on a date for the determination of rights attached to the shares of the Company. The shareholders of the Company shall be such persons who appear in the register of shareholders at the close of such date.	Article 42	When the Company needs to determine the ~~rights attached to the shares of the Company~~ **shareholder identity** for the purposes of convening a shareholders' ~~general~~ meeting, dividend distribution, liquidation, or for any other purpose, the Board of Directors **or the convenor of the shareholders' meeting** shall ~~decide on a~~ **determine the record** date **for share registration** ~~for the determination of rights attached to the shares of the Company~~. ~~The s~~**S**hareholders **registered in the register of shareholders at the close of business on the record date** ~~of the Company~~ shall be **entitled to the relevant rights** ~~such persons who appear in the register of shareholders at the close of such date~~.
Article 47	…… An application by a holder of Domestic-Invested Shares, who has lost his/her share certificate, for a replacement share certificate shall be dealt with in accordance with Article 143 of the Company Law. …… The issue of a replacement share certificate to a holder of H Shares, who has lost his/her share certificate, shall comply with the following requirements:	Article 44	…… An application by a holder of Domestic-Invested Shares, who has lost his/her share certificate, for a replacement share certificate shall be dealt with in accordance with ~~Article 143~~ **the relevant requirements** of the Company Law. …… The issue of a replacement share certificate to a holder of H Shares, who has lost his/her share certificate, shall comply with the following requirements:

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(1) The applicant shall submit an application to the Company in a prescribed form accompanied by a notarial certificate or a statutory declaration stating the ground upon which the application is made and the circumstances and evidence of the loss, and declaring that no other person is entitled to have his/her name entered in the register of shareholders in respect of the Relevant Shares; (2) The Company must not have received any declaration made by any person other than the applicant declaring that his/her name shall be entered into the register of shareholders in respect of such shares before it may issue a replacement share certificate to the applicant; (3) The Company shall, if it intends to issue a replacement share certificate, publish a notice of its intention to do so at least once every thirty (30) days within a period of ninety (90) days in such newspaper as prescribed by the Board of Directors; (4) The Company shall, prior to publication of its intention to issue a replacement share certificate, deliver to the stock exchange on which its shares are listed, a copy of the notice to be published, and may publish the notice upon receipt of confirmation from such stock exchange that the notice has been exhibited in the premises of the stock exchange. Such notice shall be exhibited in the premises of the stock exchange for a period of ninety (90) days.		(1) The applicant shall submit an application to the Company in a prescribed form accompanied by a notarial certificate or a statutory declaration stating the ground upon which the application is made and the circumstances and evidence of the loss, and declaring that no other person is entitled to have his/her name entered in the register of shareholders in respect of the Relevant Shares; (2) The Company must not have received any declaration made by any person other than the applicant declaring that his/her name shall be entered into the register of shareholders in respect of such shares before it may issue a replacement share certificate to the applicant; (3) The Company shall, if it intends to issue a replacement share certificate, publish a notice of its intention to do so at least once every thirty (30) days within a period of ninety (90) days in such newspaper as prescribed by the Board of Directors; (4) The Company shall, prior to publication of its intention to issue a replacement share certificate, deliver to the stock exchange on which its shares are listed, a copy of the notice to be published, and may publish the notice upon receipt of confirmation from such stock exchange that the notice has been exhibited in the premises of the stock exchange. Such notice shall be exhibited in the premises of the stock exchange for a period of ninety (90) days.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	In the case of an application which is made without the consent of the registered holder of the Relevant Shares, the Company shall deliver by mail to such registered shareholder a copy of the notice to be published. (5) If, by the expiration of the 90-day period referred to the paragraphs (3) and (4) of this Article, the Company has not received any challenge from any person in respect of the issuance of the replacement share certificate, it may issue a replacement share certificate to the applicant pursuant to his/her application; (6) Where the Company issues a replacement share certificate pursuant to this Article, it shall forthwith cancel the Original Share Certificate and record the cancellation of the Original Share Certificate and the issuance of a replacement share certificate in the register of shareholders accordingly; and (7) All expenses relating to the cancellation of an Original Share Certificate and the issuance of a replacement share certificate shall be borne by the applicant, and the Company shall be entitled to refuse to take any action until reasonable security is provided by the applicant therefor.		In the case of an application which is made without the consent of the registered holder of the Relevant Shares, the Company shall deliver by mail to such registered shareholder a copy of the notice to be published. (5) If, by the expiration of the 90-day period referred to the paragraphs (3) and (4) of this Article, the Company has not received any challenge from any person in respect of the issuance of the replacement share certificate, it may issue a replacement share certificate to the applicant pursuant to his/her application; (6) Where the Company issues a replacement share certificate pursuant to this Article, it shall forthwith cancel the Original Share Certificate and record the cancellation of the Original Share Certificate and the issuance of a replacement share certificate in the register of shareholders accordingly; and (7) All expenses relating to the cancellation of an Original Share Certificate and the issuance of a replacement share certificate shall be borne by the applicant, and the Company shall be entitled to refuse to take any action until reasonable security is provided by the applicant therefor.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 50	The Company shall establish the committee of the Communist Party of China Life Insurance Company Limited (the "Party Committee"). The Party Committee shall consist of one (1) secretary, one (1) deputy secretary and several other members. The roles of the Chairman of the Board of Directors and the secretary to the Party Committee shall be held by the same person. If, however, the Chairman of the Board of Directors mainly works at the shareholder entity, the roles of the president and the secretary to the Party Committee may also be held by the same person. One (1) deputy secretary shall be designated to assist the secretary in carrying out the Party building work. Eligible members of the Party Committee may take seats in the Board of Directors, the Board of Supervisors and the senior management through legal procedures, while eligible Party members among the members of the Board of Directors, the Board of Supervisors and the senior management may take seats in the Party Committee in accordance with the relevant rules and procedures. A discipline inspection committee shall also be established in accordance with the relevant requirements.	Article 35	The Company shall establish the committee of the Communist Party of China Life Insurance Company Limited (the "Party Committee"). The Party Committee shall consist of one (1) secretary, one (1) **to two (2)** deputy secretary**(ies)** and several other members. The roles of ~~the Chairman of the Board of Directors and~~ the secretary to the Party Committee **and the Chairman of the Board of Directors** shall be held by the same person. If, however, the Chairman of the Board of Directors mainly works at the shareholder entity, the roles of ~~the president and~~ the secretary to the Party Committee **and the president** may also be held by the same person. One (1) deputy secretary shall be designated to assist the secretary in carrying out the Party building work. Eligible members of the Party Committee may take seats in the Board of Directors~~, the Board of Supervisors~~ and the senior management through legal procedures, while eligible Party members among the members of the Board of Directors~~, the Board of Supervisors~~ and the senior management may take seats in the Party Committee in accordance with the relevant rules and procedures. A discipline inspection committee shall also be established in accordance with the relevant requirements. **The Company is committed to unifying the strengthening of the Party's leadership with the enhancement of corporate governance, embedding the Party's leadership into all aspects of corporate governance, and driving the Company's high-quality development through high-quality Party building.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 51	The Party Committee shall perform the following duties in accordance with the internal rules and regulations of the Party such as the Constitution of the Communist Party of China: (1) To ensure and supervise the Company's implementation of guidelines and policies of the Party and the State, and implement major strategic decisions of the Central Committee of the Party and the State Council, as well as important work arrangements of the Party organizations of higher levels;	Article 36	The Party Committee shall perform the following duties in accordance with the internal rules and regulations of the Party such as the Constitution of the Communist Party of China: (1) To **uphold the centralized and unified leadership of the Central Committee of the Party over financial work, thoroughly study and implement Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, strengthen the Company's political development under the Party, adhere to and implement the fundamental, basic, and important systems of socialism with Chinese characteristics,** ensure and supervise the Company's implementation of guidelines and policies of the Party and the State, and implement major strategic decisions of the Central Committee of the Party and the State Council, as well as important work arrangements of the Party organizations of higher levels;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(2) To strengthen its leadership and gate keeping role in the process of selection and appointment of personnel, focus on standards, procedures, inspections, recommendations and supervision, and adhere to the principle of the Party supervising the performance of officials while ensuring the lawful selection by the Board of Directors of the senior management and the lawful exercise of the power of the senior management in the employment of personnel; (3) To research and discuss the reform, development and stability of the Company, major operational and management issues and major issues concerning employees' interests, and provide comments and suggestions; to support the shareholders' general meeting, the Board of Directors, the Board of Supervisors and the senior management in performing their duties in accordance with law, and support the employee representative meeting in carrying out its work;		(2) To strengthen its leadership and gate keeping role in the process of selection and appointment of personnel, **adhere to the standards of political excellence, competence, and style of work,** focus **on building the leadership team, cadre, and talent pool of the Company, manage** standards, procedures, inspections, recommendations and supervision, ~~and~~ adhere to the principle of the Party supervising the performance of officials while ensuring the lawful selection by the Board of Directors of the senior management and the lawful exercise of the power of the senior management in the employment of personnel, **and cultivate a high-quality, professional financial cadre team that is loyal, clean, and responsible**; (3) To research and discuss the reform, development and stability of the Company, major operational and management issues, **prevent and mitigate financial risks** and major issues concerning employees' interests, and provide comments and suggestions; to support the shareholders' ~~general~~ meeting, the Board of Directors~~, the Board of Supervisors~~ and the senior management in performing their duties in accordance with law, and support the employee representative meeting in carrying out its work;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(4) To undertake the main responsibility of comprehensive and strict Party management; to lead the Company's ideological and political work, united front work, spiritual civilization construction, corporate culture cultivation, as well as the work of groups such as the labor union and the Communist Youth League; to lead the construction of the Party's working style and its clean and honest administration, and support the discipline inspection committee in earnestly performing its supervisory responsibilities; (5) To strengthen the Company's grassroots Party organizations and their team building, give full play to the role of the Party branches as strongholds and to the role of the Party members as pioneers and fine examples, and unite and lead officials and employees to devote themselves into the reform and development of the Company; and (6) To handle other important matters within the scope of duties of the Party Committee.		(4) To undertake the main responsibility of comprehensive and strict Party management; to lead the Company's ideological and political work, united front work, spiritual civilization construction, corporate culture cultivation, as well as the work of groups such as the labor union and the Communist Youth League; to lead the construction of the Party's working style and its clean and honest administration, **strengthen the construction of the Company's integrity culture** and support the discipline inspection committee in earnestly performing its supervisory responsibilities; (5) To strengthen the Company's grassroots Party organizations and their team building, give full play to the role of the Party branches as strongholds and to the role of the Party members as pioneers and fine examples, and unite and lead officials and employees to devote themselves into the reform and development of the Company; and (6) To handle other important matters within the scope of duties of the Party Committee. **The Company continuously enhances its democratic management system under the leadership of the Party organization, with the employee representative meeting as the fundamental form. Major decisions shall incorporate employee feedback, and significant matters affecting employees' vital interests must be deliberated by the employee representative meeting or employee assembly, ensuring that employee representatives participate in corporate governance in a lawful and orderly manner.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Chapter 8	Shareholders' Rights and Obligations	Chapter 5	Shareholders and Shareholders' Meetings Section 1 General Provisions for Shareholders Section 2 Controlling Shareholders and Actual Controllers Section 3 Shareholders' Meeting Section 4 Special Procedures for Class Shareholder Voting
Article 52	A shareholder of the Company is a person who lawfully holds shares in the Company and whose name (title) is entered in the register of shareholders. A shareholder shall enjoy rights and assume obligations according to the class and amount of shares held by him/her. Shareholders who hold shares of the same class shall enjoy the same rights and assume the same obligations.	Article 47	A shareholder of the Company is a person who lawfully holds shares in the Company and whose name (title) is entered in the register of shareholders. A shareholder shall enjoy rights and assume obligations according to the class and amount of shares held by him/her. Shareholders who hold shares of the same class shall enjoy the same rights and assume the same obligations.
Article 53	The ordinary shareholders of the Company shall enjoy the following rights: (1) the right to receive dividends and other distributions in proportion to the number of shares held; (2) the right to request, convene, preside over, attend or appoint a proxy to attend shareholders' general meetings and to vote thereat according to law; (3) the right that enables the shareholders individually or jointly holding 3% or more of the Company's shares to nominate directors or supervisors; ……	Article 48	The ordinary shareholders of the Company shall enjoy the following rights: (1) the right to receive dividends and other distributions in proportion to the number of shares held; (2) the right to request to **hold**, convene, preside over, attend or appoint a proxy to attend shareholders' ~~general~~ meetings **and speak at such meetings** and to vote thereat according to law; (3) the right that enables the shareholders individually or jointly holding 3% or more of **the total number of** the Company's **voting** shares to nominate directors ~~or supervisors~~; ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(5) the right to transfer, donate or pledge shares in accordance with laws, administrative regulations, and provisions of the Company's Articles of Association; (6) the right to obtain relevant information in accordance with provisions of the Company's Articles of Association, including: (I) the right to obtain a copy of the Company's Articles of Association, subject to payment of costs; and (II) the right to inspect and copy, subject to payment of a reasonable fee: (i) all parts of the register of shareholders; (ii) personal particulars of directors, supervisors, president, vice presidents and other senior management officers of the Company, including: a. present and former name and alias; b. principal address (place of residence); c. nationality; d. primary and all other part-time occupations and duties; e. identification documents and numbers thereof.		(5) the right to transfer, donate or pledge shares in accordance with laws, administrative regulations, and provisions of the Company's Articles of Association; ~~(6) the right to obtain relevant information in accordance with provisions of the Company's Articles of Association, including:~~ ~~(I) the right to obtain a copy of the Company's Articles of Association, subject to payment of costs; and~~ ~~(II) the right to inspect and copy, subject to payment of a reasonable fee:~~ ~~(i) all parts of the register of shareholders;~~ ~~(ii) personal particulars of directors, supervisors, president, vice presidents and other senior management officers of the Company, including:~~ ~~a. present and former name and alias;~~ ~~b. principal address (place of residence);~~ ~~c. nationality;~~ ~~d. primary and all other part-time occupations and duties;~~ ~~e. identification documents and numbers thereof.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(iii) financial reports; (iv) report on the state of the Company's share capital; (v) reports showing the aggregate par value, number of shares, highest and lowest price paid in respect of each class of shares repurchased by the Company since the end of the last accounting year and the aggregate amount paid by the Company for this purpose; (vi) minutes of shareholders' general meetings; (vii) counterfoils of company debt securities, resolutions of the Board of Directors' meetings, resolutions of the Board of Supervisors' meetings;		~~(iii) financial reports;~~ ~~(iv) report on the state of the Company's share capital;~~ ~~(v) reports showing the aggregate par value, number of shares, highest and lowest price paid in respect of each class of shares repurchased by the Company since the end of the last accounting year and the aggregate amount paid by the Company for this purpose;~~ ~~(vi) minutes of shareholders' general meetings;~~ ~~(vii) counterfoils of company debt securities, resolutions of the Board of Directors' meetings, resolutions of the Board of Supervisors' meetings;~~ **(6) inspect and make a copy of the Company's Articles of Association, the register of shareholders, minutes of the shareholders' meetings, the resolutions of meetings of the Boards of Directors and the financial and accounting reports, and (shareholders who meet the relevant requirements may) inspect the accounting books and vouchers of the Company;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(7) in the event of the termination or liquidation of the Company, the right to participate in the distribution of surplus assets of the Company in accordance with the number of shares held; (8) the right to request the Company to purchase shares held by the shareholders if such shareholders object to the resolution on the merger or division of the Company at the shareholders' general meeting; (9) the right to request the record and change of the register of members; (10) the right to file a suit to the people's court against acts which are detrimental to the Company's interest or have infringed the lawful rights and interest of shareholders and to claim the relevant rights pursuant to the Company Law or other applicable laws and administrative regulations; and (11) other rights conferred by laws, administrative regulations and the Company's Articles of Association.		(7) in the event of the termination or liquidation of the Company, the right to participate in the distribution of surplus assets of the Company in accordance with the number of shares held; (8) the right to request the Company to purchase shares held by the shareholders if such shareholders object to the resolution on the merger or division of the Company at the shareholders' ~~general~~ meeting; (9) the right to request the record and change of the register of members; (10) the right to file a suit to the people's court against acts which are detrimental to the Company's interest or have infringed the lawful rights and interest of shareholders and to claim the relevant rights pursuant to the Company Law or other applicable laws and administrative regulations; and (11) other rights conferred by laws, administrative regulations and the Company's Articles of Association.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Shareholders who submit a request to access or inspect any information mentioned in the preceding paragraph shall provide to the Company such relevant written documents to prove the class and number of shares they hold in the Company. The Company shall provide such information as requested by the shareholders after verifying their identity.		Shareholders who ~~submit a request~~ **require** to ~~access or~~ inspect **and reproduce relevant materials of the Company** ~~any information mentioned in the preceding paragraph~~ shall **comply with the Company Law, the Securities Law and other laws, administrative regulations and the requirements of stock exchanges, and** provide to the Company such relevant written documents to prove the class and number of shares they hold in the Company. The Company shall provide such information as requested by the shareholders after verifying their identity. **If a shareholder requires to inspect the accounting books and vouchers of the Company, he/she shall submit a written request to the Company, specifying the purpose. Should the Company have reasonable grounds to believe that the shareholder's inspection of the accounting books and vouchers is for an improper purpose that could potentially harm the lawful interests of the Company, it may deny access to the requested documents, and shall reply to the shareholder in writing within fifteen (15) days from the date of the shareholder's written request, stating the reasons therefor.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 54	If any resolution of the shareholders' general meeting or the Board of Directors of the Company violates the laws or administrative regulations, the shareholders shall have the right to submit to a people's court to nullify such resolution. The controlling shareholder or actual controller of the Company shall not restrict or hinder medium and small investors from exercising their rights to vote, or harm the legitimate interest of the Company or the medium and small investors. If the convening procedures or voting methods for the shareholders' general meeting or the Board meeting violate the laws, administrative regulations, these Articles of Association, or any content of the resolution thereof violates these Articles of Association, the shareholders shall have the right to request a people's court to revoke the resolution within sixty (60) days after such a resolution is made.	Article 49	If any resolution of the shareholders' ~~general~~ meeting or the Board of Directors of the Company violates the laws or administrative regulations, the shareholders shall have the right to submit to a people's court to nullify such resolution. The controlling shareholder or actual controller of the Company shall not restrict or hinder medium and small investors from exercising their rights to vote, or harm the legitimate interest of the Company or the medium and small investors. If the convening procedures or voting methods for the shareholders' ~~general~~ meeting or the Board meeting violate the laws, administrative regulations, these Articles of Association, or any content of the resolution thereof violates these Articles of Association, the shareholders ~~shall have the right to~~ **may** request a people's court to revoke the resolution within sixty (60) days after such a resolution is made. **However, this shall not apply when there are only minor defects in the convening procedures or voting method of the shareholders' meeting or Board meeting that do not materially affect the resolution.** **Shareholders who were not notified of the shareholders' meeting may request the people's court to revoke the resolution within sixty (60) days from the date they knew or should have known of the resolution. If the right to revoke is not exercised within one year from the date the resolution was made, the right to revoke shall be extinguished.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			Where the Board of Directors, shareholders and other relevant parties dispute the validity of a resolution of the shareholders' meeting, they shall promptly file a lawsuit with the people's court. Before the people's court makes a judgment or ruling to revoke the resolution, the relevant parties shall execute the resolution of the shareholders' meeting. The Company, its directors and senior management officers shall fulfill their duties in good faith to ensure the normal operation of the Company. If the people's court makes a judgment or ruling on the relevant matters, the Company shall fulfill its information disclosure obligations in accordance with laws, administrative regulations, and the requirements of the CSRC and the stock exchanges, fully explain the impacts and actively cooperate with the enforcement of the judgment or ruling after it has come into effect. Where corrections to prior events are involved, they will be handled in a timely manner and the Company shall fulfill corresponding information disclosure obligations. **A resolution of the shareholders' meeting or the Board of Directors shall be deemed invalid under any of the following circumstances:**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(1) the resolution was made without convening a shareholders' meeting or a Board meeting; **(2) the resolution was not voted on at the shareholders' meeting or the Board meeting;** **(3) the number of attendees or the voting rights held did not meet the requirements stipulated by the Company Law or these Articles of Association; or** **(4) the number of persons agreeing to the resolution or the voting rights held did not meet the requirements stipulated by the Company Law or these Articles of Association.**
Article 55	If the directors, president, vice president and other senior management officers of the Company, while performing their duties of the Company, violate any laws, administrative regulations or provisions of these Articles of Association, resulting in losses to the Company, any shareholders individually or jointly holding more than 1% of the shares in the Company for a consecutive period of one hundred and eighty (180) days shall have the right to request the Board of Supervisors in writing to initiate legal proceedings at a people's court. If the Board of Supervisors, while performing its duties of the Company, violates any laws, administrative regulations or provisions of these Articles of Association, resulting in losses to the Company, the shareholders may request the Board of Directors in writing to initiate legal proceedings at a people's court.	Article 50	If the directors **who are not members of the audit committee**, president, vice president**s** and other senior management officers of the Company, while performing their duties ~~of the Company~~, violate any laws, administrative regulations or provisions of these Articles of Association, resulting in losses to the Company, any shareholders individually or jointly holding more than 1% of the shares in the Company for a consecutive period of one hundred and eighty (180) days shall have the right to request the ~~Board of Supervisors~~ **audit committee** in writing to initiate legal proceedings at a people's court. If the ~~Board of Supervisors~~ **members of the audit committee**, while performing ~~its~~ **their** duties of the Company, violate any laws, administrative regulations or provisions of these Articles of Association, resulting in losses to the Company, the **aforesaid** shareholders may request the Board of Directors in writing to initiate legal proceedings at a people's court.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Where the Board of Supervisors or the Board of Directors refuses to initiate legal proceedings after the receipt of the written request from the shareholders referred to in the preceding paragraph, or does not initiate legal proceedings within thirty (30) days after the receipt of the request, or where it is an emergency and not initiating legal proceedings forthwith will cause irreparable damage to the Company's interest, the shareholders referred to in the preceding paragraph shall have the right to directly initiate legal proceedings in their own names at a people's court for the benefit of the Company. If any other party infringes upon the Company's legitimate rights and interests, resulting losses to the Company, the shareholders referred to in the first paragraph of this Article may initiate legal proceedings at a people's court according to the preceding two paragraphs.		Where the ~~Board of Supervisors~~ **audit committee** or the Board of Directors refuses to initiate legal proceedings after the receipt of the written request from the shareholders referred to in the preceding paragraph, or does not initiate legal proceedings within thirty (30) days after the receipt of the request, or where it is an emergency and not initiating legal proceedings forthwith will cause irreparable damage to the Company's interest, the shareholders referred to in the preceding paragraph shall have the right to directly initiate legal proceedings in their own names at a people's court for the benefit of the Company. If any other party infringes upon the Company's legitimate rights and interests, resulting in losses to the Company, the shareholders referred to in the first paragraph of this Article may initiate legal proceedings at a people's court according to the preceding two paragraphs.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			If the directors, supervisors, or senior management officers of a wholly-owned subsidiary of the Company, while performing their duties, violate any laws, administrative regulations, or provisions of these Articles of Association, resulting in losses to the wholly-owned subsidiary of the Company, or if any other party infringes upon the legitimate rights and interests of the wholly-owned subsidiary, causing losses to the wholly-owned subsidiary of the Company, shareholders who have individually or jointly held more than 1% of the Company's shares for a consecutive period of one hundred and eighty (180) days may, in accordance with the provisions of the preceding three paragraphs, submit a written request to the Board of Supervisors (or the audit committee, if no Board of Supervisory is established) or the Board of Directors of the wholly-owned subsidiary to initiate legal proceedings at a people's court, or may directly initiate legal proceedings in their own name at a people's court.
Article 56	……	Article 51	……
	In the event that any director, supervisor or senior management officer violates laws and regulations, regulatory requirements or these Articles of Association to the detriment to the interests of the Company or shareholders, shareholders shall have the right to report the issue directly to the CBIRC.		In the event that any director~~, supervisor~~ or senior management officer violates laws and regulations, regulatory requirements or these Articles of Association to the detriment to the interests of the Company or shareholders, shareholders shall have the right to report the issue directly to the ~~CBIRC~~ **insurance regulatory authority under the State Council**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 57	The ordinary shareholders of the Company shall assume the following obligations: (1) to comply with laws and regulations, regulatory requirements and the Company's Articles of Association; (2) to pay subscription monies according to the number of shares subscribed and the method of subscription; (3) the capital contribution and holding of shares shall comply with the regulatory requirements and shares shall not be held on behalf of others and in excess of the prescribed ratio; (4) not to return any shares unless otherwise provided by laws or regulations; (5) to be liable for the Company's liabilities to the extent of the shares they have subscribed; (6) not to abuse the shareholders' rights to impair the interest of the Company or other shareholders; not to abuse the independent legal person status of the Company and the shareholders' limited liability to impair the interest of creditors of the Company. Shareholders of the Company shall be liable for making compensation for any loss suffered by the Company or other shareholders arising from their abuse of shareholders' rights in accordance with law.	Article 52	The ordinary shareholders of the Company shall assume the following obligations: (1) to comply with laws and regulations, regulatory requirements and the Company's Articles of Association; (2) to pay subscription monies according to the number of shares subscribed and the method of subscription**, using legally sourced funds owned by themselves, and not using entrusted funds, debt funds, or other non-self-owned funds, unless otherwise stipulated by laws, regulations, or regulatory systems**; (3) **shareholding behaviour, including** the ~~capital contribution~~ **shareholding ratio** and ~~holding of shares~~ **the number of shareholding institutions,** shall comply with the regulatory requirements**,** and ~~share~~ **shareholders** shall not **authorize or be authorized by another person to hold shares of the Company or hold shares** ~~held on behalf of others and~~ in excess of the prescribed ratio; (4) not to ~~return any shares~~ **withdraw their capital contributions** unless otherwise provided by laws or regulations; (5) to be liable for the Company's liabilities to the extent of the shares they have subscribed;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Shareholders of the Company who abuse the independent legal person status of the Company and the shareholders' limited liability to evade debts and seriously impair the interest of creditors of the Company shall be jointly and severally liable for the debts of the Company. (7) shareholders shall support the Company to improve its solvency when the solvency of the Company fails to satisfy the regulatory requirements; (8) shareholders who hold more than 5% of shares of the Company shall inform the Company of the identity of their controlling shareholders and actual controllers, and shall also inform the Company in writing of any changes of their controlling shareholders or actual controllers, as well as their connected parties and connected relationship after such changes, within five (5) working days upon occurrence of the changes, and perform the procedures in accordance with regulatory requirements; when the Company's shares held by shareholders and the persons acting in concert with them reach or exceed 5% of the issued shares of the Company, they shall perform the procedures in accordance with the relevant laws and regulations such as the Securities Law;		(6) **shareholders and their controlling shareholders or actual controllers shall** not ~~to~~ abuse ~~the~~ shareholders' rights **or use connected relationships** to impair the **legitimate rights and** interests of the Company, ~~or~~ other shareholders **and stakeholders, nor interfere with the decision-making and management rights of the Board of Directors and senior management as stipulated in the Company's Articles of Association, nor bypass the Board of Directors and senior management to directly interfere in the Company's operations and management**; ~~not~~ **nor** ~~to~~ abuse the independent legal person status of the Company and the shareholders' limited liability to impair the interest of creditors of the Company. ~~Shareholders of the Company shall be liable for making compensation for any loss suffered by the Company or other shareholders arising from their abuse of shareholders' rights in accordance with law.~~ ~~Shareholders of the Company who abuse the independent legal person status of the Company and the shareholders' limited liability to evade debts and seriously impair the interest of creditors of the Company shall be jointly and severally liable for the debts of the Company.~~ (7) shareholders shall support the Company to improve its solvency when the solvency of the Company fails to satisfy the regulatory requirements;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(9) in the event that shareholders who hold more than 5% of shares of the Company are involved in significant matters such as merger, division, dissolution, bankruptcy, closure, being taken over, or the occurrence of changes in their legal representative, company name, place of operation, business scope and other significant matters, they shall inform the Company in writing within fifteen (15) working days after the occurrence of the foregoing; (10) to obey and implement the resolutions passed at the shareholders' general meetings; (11) to cooperate with regulatory authorities to carry out investigations and risk disposition in the event of the occurrence of a risk event or a material non-compliance of the Company; (12) shareholders who pledge their shares in the Company shall not prejudice the interests of other shareholders and the Company, and shall not agree to allow pledgees or their connected parties to exercise their voting rights; (13) other obligations imposed by laws, administrative regulations and the Company's Articles of Association. Shareholders shall not be liable to make any further contribution to the share capital, other than the conditions agreed by the subscribers of shares at the time of subscription.		(8) shareholders who hold more than 5% of shares of the Company shall**, in accordance with laws, regulations and regulatory requirements, truthfully** inform the Company of ~~the identity~~ **their financial information, equity structure, source of funds to acquire shares, controlling shareholder, actual controller, connected parties, person acting in concert, ultimate beneficiary, investment in other financial institutions, and other information;** **(9) where there is a change in**~~of their~~ the controlling shareholder~~s~~**, connected parties, person acting in concert or ultimate beneficiary of a shareholder holding more than 5% of the Company's shares, the relevant shareholder** ~~and~~ shall ~~also~~ inform the Company in writing of ~~any~~ the changes ~~of their controlling shareholders or actual controllers~~, as well as ~~their~~ **the** ~~related~~ **connected** parties and connected relationship after such change~~s~~, within five (5) working days ~~upon occurrence of the changes~~, and perform the procedures in accordance with regulatory requirements; when the Company's shares held by shareholders and the persons acting in concert with them reach or exceed 5% of the issued shares of the Company, they shall perform the procedures in accordance with the relevant laws and regulations such as the Securities Law;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(~~9~~**10**) in the event that shareholders who hold more than 5% of shares of the Company are involved in ~~significant matters such as a~~ merger~~,~~ **or** division**, are ordered to suspend business for rectification, designation of trusteeship, takeover, cancellation, etc., or enter into** dissolution, **liquidation,** bankruptcy **proceedings**, closure~~, being taken over~~, or **experience** ~~the occurrence of~~ changes **to material issues such as** ~~in~~ their legal representatives, company names, place of operation~~,~~ **and** business scope ~~and other significant matters~~, they shall inform the Company in writing **in accordance with laws, regulations and regulatory requirements** within fifteen (15) working days after the occurrence of the foregoing; (~~10~~**11**) to obey and implement the resolutions passed at the shareholders' ~~general~~ meetings; (~~11~~**12**) to cooperate with regulatory authorities to carry out investigations and risk disposition in the event of the occurrence of a risk event or a material non-compliance of the Company; (~~12~~**13**) shareholders who **transfer or** pledge their shares in the Company**, or carry out connected transactions with the Company,** shall **comply with laws, regulations and regulatory requirements. They shall** not prejudice the interests of other shareholders and the Company, and shall not agree to allow pledgees or their connected parties to exercise their voting rights;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(~~13~~**14**) other obligations imposed by laws, administrative regulations and the Company's Articles of Association. ~~Shareholders shall not be liable to make any further contribution to the share capital, other than the conditions agreed by the subscribers of shares at the time of subscription.~~ **Shareholders of the Company shall be liable to compensate for any losses incurred by the Company or other shareholders due to their abuse of shareholder rights, in accordance with laws. Shareholders who misuse the independent legal status of the Company and their limited liability to evade debts, thereby severely harming the interests of the Company's creditors, shall bear joint and several liability for the Company's debts.** **The Company shall establish and improve mechanisms for absorbing losses and resisting risks in the event of major risks, strengthen capital management, and enhance risk disposal mechanisms to ensure the Company's long-term stable operation.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 58	If any shareholder who holds 5% or more of the voting shares of the Company pledges or releases the pledge of its shares, such shareholder shall report such pledge or release to the Board of Directors of the Company in writing on the date on which the pledge or release is made. If there is any connected relationship created among shareholders holding 5% or more of shares of the Company, such shareholders shall report it to the Board of Directors of the Company in writing on the date on which the relationship is created. If any shareholder holds 5% or more of shares of the Company and such shares are involved in litigation or arbitration, such shareholder shall proactively inform the Board of Directors of the Company on the date of his/her/its being aware of the situation and cooperate with the Company in fulfilling the information disclosure obligation.	Article 53	If any shareholder who holds 5% or more of the voting shares of the Company pledges or releases the pledge of its shares **in the Company**, such shareholder shall report such pledge or release to the Board of Directors of the Company in writing on the date on which the pledge or release is made. If there is any connected relationship created among shareholders holding 5% or more of shares of the Company, such shareholders shall report it to the Board of Directors of the Company in writing on the date on which the relationship is created. If **the Company's shares held by** any shareholder ~~holds~~ **holding** 5% or more of shares of the Company ~~and such shares~~ are involved in litigation**,** ~~or~~ arbitration**, or are subject to legal enforcement measures by judicial authorities**, such shareholder shall proactively inform the Board of Directors of the Company **in writing** on the date of his/her/its being aware of the situation and cooperate with the Company in fulfilling the information disclosure obligation.
Article 59	In the event that shareholders' capital contribution and other actions are in violation of laws and regulations, and the relevant regulatory requirements, shareholders shall not exercise their shareholders' rights such as voting rights, dividend rights and nomination rights, and shall undertake to accept the regulatory disposal measures taken by the CBIRC against them, such as the restriction on shareholders' rights and the order to transfer shares.	Article 54	In the event that shareholders' capital contribution and other actions are in violation of laws and regulations, and the relevant regulatory requirements, shareholders shall not exercise their shareholders' rights such as voting rights, dividend rights and nomination rights, and shall undertake to accept the regulatory disposal measures taken by the ~~CBIRC~~ **insurance regulatory authority under the State Council** against them, such as the restriction on shareholders' rights and the order to transfer shares.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			The substantial shareholders of the Company shall make undertakings to the Company in accordance with regulatory requirements and effectively fulfill their duties and obligations pursuant to their undertakings. Shareholder undertakings can be categorized into three types: declarative, compliance, and diligence. The Company shall conduct regular evaluations of the undertakings made by its substantial shareholders, promptly understanding and assessing the fulfillment of these undertakings, and actively urging substantial shareholders to perform their undertakings. If substantial shareholders violate the aforementioned undertakings, the Board of Directors of the Company shall propose corresponding restrictive measures against such shareholders, which shall be implemented upon approval by the shareholders' meeting, and the relevant shareholders or their proxies shall abstain from voting.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 60	In addition to the obligations imposed by law and administrative regulation or the listing rules of the stock exchange on which the Company's shares are listed, a controlling shareholder (as defined in the following Article) shall not exercise his/her voting rights in respect of the following matters in a manner prejudicial to the interests of all or part of the shareholders of the Company: (1) to relieve a director or supervisor of his/her duty to act honestly in the best interests of the Company; (2) to approve the expropriation by a director or supervisor (for his/her own benefit or for the benefit of another person) of the Company's assets by any method, including (without limitation) opportunities which are beneficial to the Company; or (3) to approve the expropriation by a director or supervisor (for his/her own benefit or for the benefit of another person) of the individual rights of other shareholders, including (without limitation) the rights to distributions and voting rights (save pursuant to a restructuring which has been submitted for approval by the shareholders in a general meeting in accordance with the Company's Articles of Association).	Article 56	In addition to the obligations imposed by law and administrative regulation or the listing rules of the stock exchange on which the Company's shares are listed, a controlling shareholder ~~(as defined in the following Article)~~ shall not exercise his/her voting rights in respect of the following matters in a manner prejudicial to the interests of all or part of the shareholders of the Company: (1) to relieve a director ~~or supervisor~~ of his/her duty to act honestly in the best interests of the Company; (2) to approve the expropriation by a director ~~or supervisor~~ (for his/her own benefit or for the benefit of another person) of the Company's assets by any method, including (without limitation) opportunities which are beneficial to the Company; or (3) to approve the expropriation by a director ~~or supervisor~~ (for his/her own benefit or for the benefit of another person) of the individual rights of other shareholders, including (without limitation) the rights to distributions and voting rights (save pursuant to a restructuring which has been submitted for approval by the shareholders in a ~~general~~ **shareholders'** meeting in accordance with the Company's Articles of Association).

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 61	For the purpose of the foregoing Article, a "controlling shareholder" means a person who satisfies any one of the following conditions: (1) a person who, acting alone or in concert with others, has the power to elect more than half of the Board of Directors; (2) a person who, acting alone or in concert with others, has the power to exercise or control the exercise of 30% or more of the voting rights in the Company; (3) a person who, acting alone or in concert with others, holds 30% or more of the issued and outstanding shares of the Company; or (4) a person who, acting alone or in concert with others, has de facto control of the Company in any other way.	Article 58	~~For the purpose of the foregoing Article, a "controlling shareholder" means a person who satisfies any one of the following conditions:~~ ~~(1) a person who, acting alone or in concert with others, has the power to elect more than half of the Board of Directors;~~ ~~(2) a person who, acting alone or in concert with others, has the power to exercise or control the exercise of 30% or more of the voting rights in the Company;~~ ~~(3) a person who, acting alone or in concert with others, holds 30% or more of the issued and outstanding shares of the Company; or~~ ~~(4) a person who, acting alone or in concert with others, has de facto control of the Company in any other way.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	For the purpose of this Article, "acting in concert" means that two (2) or more persons, by way of agreement (either verbal or written), agree to obtain or consolidate the control of the Company through the obtaining of the voting right over the Company by any of such persons.		~~For the purpose of this Article, "acting in concert" means that two (2) or more persons, by way of agreement (either verbal or written), agree to obtain or consolidate the control of the Company through the obtaining of the voting right over the Company by any of such persons.~~ **The term "controlling shareholder" as mentioned in the preceding Article refers to a shareholder whose ordinary shares account for more than 50% of the Company's total share capital; or a shareholder whose shareholding ratio is less than 50% but whose voting rights (in respect of shares held) are sufficient to exert significant influence over resolutions of the shareholders' meeting.** **The term "actual controller" as mentioned in the preceding Article refers to a person who can effectively control the Company's actions through investment relationships, agreements, or other arrangements.**
Article 62	The controlling shareholder and actual controller of the Company shall not impair the interest of the Company through their connected relationship. In the event of any violation of the above, they shall be liable for any losses suffered by the Company arising therefrom.	Article 57	~~The controlling shareholder and actual controller of the Company shall not impair the interest of the Company through their connected relationship. In the event of any violation of the above, they shall be liable for any losses suffered by the Company arising therefrom.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The controlling shareholder and actual controller of the Company shall have fiduciary duty to the Company and its public shareholders. The controlling shareholder shall exercise its right strictly under the law as a capital contributor. The controlling shareholder shall not impair the legal rights and interests of the Company and its public shareholders through connected transactions, profit distribution, asset restructuring, external investment, fund appropriation, loan and guarantee, and use of insurance funds, nor impair the interests of the Company and its public shareholders through its controlling position. The controlling shareholder shall effectively manage the personnel concurrently working in the controlling shareholder and the Company to prevent any conflict of interest. Employees of the controlling shareholder shall not concurrently serve as the executive directors and senior management officers of the Company, except for the chairman of the board of directors of the controlling shareholder.		~~The controlling shareholder and actual controller of the Company shall have fiduciary duty to the Company and its public shareholders. The controlling shareholder shall exercise its right strictly under the law as a capital contributor. The controlling shareholder shall not impair the legal rights and interests of the Company and its public shareholders through connected transactions, profit distribution, asset restructuring, external investment, fund appropriation, loan and guarantee, and use of insurance funds, nor impair the interests of the Company and its public shareholders through its controlling position.~~ **The controlling shareholder and actual controller of the Company shall exercise their rights and fulfill their obligations in accordance with laws, administrative regulations, and the requirements of the CSRC and the stock exchanges, so as to safeguard the interests of the Company.** **The controlling shareholder and actual controller of the Company shall comply with the following requirements:** **(1) they shall exercise shareholders' rights in accordance with laws, and shall not abuse the right of control or take advantage of their connected relationships to undermine the legitimate rights and interests of the Company or other shareholders;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(2) they shall stringently fulfill public statements and undertakings made, and shall not change or waive such statements or undertakings without authorization; **(3) they shall fulfil the information disclosure obligations in strict accordance with the relevant requirements, and shall actively cooperate with the Company to procure proper information disclosure, while notifying the Company in a timely manner of significant events that have occurred or will likely occur;** **(4) they shall not appropriate the funds of the Company in any manner;** **(5) they shall not order by coercion, instruct or demand the Company and relevant employees to provide guarantees in violation of laws or regulations;** **(6) they shall not take advantage of the undisclosed material information of the Company for their gain, or divulge undisclosed material information relating to the Company in any manner, or be engaged in illegal or unlawful acts such as insider trading, short-term trading or market manipulation;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(7) they shall not compromise the lawful rights and interests of the Company and other shareholders through any means, such as unfair connected transaction, profit distribution, asset reorganisation, and external investment; **(8) they shall guarantee the integrity of the Company's assets and the Company's independence in terms of staffing, finance, organisation and business, and shall not affect the independence of the Company in any manner;** **(9) laws, administrative regulations, the requirements of the CSRC, the rules of business of stock exchanges and other requirements of these Articles of Association.** **A controlling shareholder or actual controller of the Company who instructs a director or senior management officer to engage in acts detrimental to the interests of the Company or other shareholders shall be jointly and severally liable with such director or senior management officer.** **When a controlling shareholder or actual controller pledges the Company's shares held or effectively controlled by him/her/it, he/she/it shall maintain the control over the Company and the stability of its production and operations.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			When a controlling shareholder or actual controller transfers his/her/its shares in the Company, he/she/it shall comply with the restrictive provisions on share transfers under laws, administrative regulations, and the requirements of the CSRC and stock exchanges, as well as the undertakings they have made in respect of restrictions on share transfers. The controlling shareholder shall effectively manage the personnel concurrently working in the controlling shareholder and the Company to prevent any conflict of interest. Employees of the controlling shareholder shall not concurrently serve as the executive directors and senior management officers of the Company, except for the chairman of the board of directors of the controlling shareholder.
Article 63	If the solvency of the Company fails to satisfy the regulatory requirements, shareholders shall be under an obligation to improve the solvency of the Company. In the event of any of the following circumstances, shareholders who are unable to or do not intend to increase their capital contributions shall agree that other shareholders or investors may adopt reasonable measures and increase their capital contributions so as to improve the solvency: (1) the CBIRC orders the Company to increase its capital; (2) the Company must increase its capital as its solvency fails to meet the regulatory requirements even if it adopts other measures.	Article 55	If the solvency of the Company fails to satisfy the regulatory requirements, shareholders shall be under an obligation to improve the solvency of the Company. In the event of any of the following circumstances, shareholders who are unable to or do not intend to increase their capital contributions shall agree that other shareholders or investors may adopt reasonable measures and increase their capital contributions so as to improve the solvency: (1) the ~~CBIRC~~ **insurance regulatory authority under the State Council** orders the Company to increase its capital; (2) the Company must increase its capital as its solvency fails to meet the regulatory requirements even if it adopts other measures.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Chapter 9	Shareholders' General Meetings	—	Consolidated to Chapter 5
Article 64	The shareholders' general meeting is the organ of authority of the Company and shall exercise its functions and powers in accordance with law.	Article 59	**The shareholders' meeting of the Company is composed of all shareholders.** The shareholders' ~~general~~ meeting is the organ of authority of the Company and shall exercise its functions and powers in accordance with law.
Article 65	The shareholders' general meeting shall have the following functions and powers: (1) to decide on the Company's operational policies and investment plans; (2) to elect and replace directors who are not employee representatives and to decide on the matters relating to the remuneration of the directors; (3) to elect and replace supervisors who are not employee representatives and to decide on the matters relating the remuneration of the supervisors; (4) to examine and approve the Board of Directors' reports; (5) to examine and approve the Board of Supervisors' reports; (6) to examine and approve the Company's proposed annual financial budgets and final accounts; (7) to examine and approve the Company's profit distribution plans and loss recovery plans; (8) to decide on the increase or reduction of the Company's registered capital;	Article 60	The shareholders' ~~general~~ meeting shall have the following functions and powers: (1) to decide on the Company's operational policies and **significant** investment plans; (2) to elect and replace directors who are not employee representatives and to decide on the matters relating to the remuneration of the directors; ~~(3) to elect and replace supervisors who are not employee representatives and to decide on the matters relating the remuneration of the supervisors;~~ (~~4~~**3**) to examine and approve the Board of Directors' reports; ~~(5) to examine and approve the Board of Supervisors' reports;~~ (~~6~~**4**) to examine and approve the Company's proposed annual financial budgets and final accounts; (~~7~~**5**) to examine and approve the Company's **profit distribution policies,** profit distribution plans and loss recovery plans; (~~8~~**6**) to decide on the increase or reduction of the Company's registered capital;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(9) to decide on the merger, division, dissolution, liquidation or change of the form of the Company; (10) to decide on the issuance of debentures or other negotiable securities by the Company and the listing of the Company; (11) to decide on the appointment, dismissal or non-reappointment of accounting firms of the Company who conduct regular and statutory audit on the Company's financial reports; (12) to amend the Company's Articles of Association, and to consider the Procedural Rules for the Shareholders' General Meetings and the Procedural Rules for the Board of Directors' Meetings and the Board of Supervisors' Meetings; (13) to consider motions raised by shareholders who represent 3% or more of the voting shares of the Company; (14) to consider and approve matters in relation to guarantees as provided under Article 66; (15) to decide on the acquisition of shares of the Company;		(~~9~~**7**) to decide on the merger, division, **spin-off,** dissolution, liquidation or change of the form of the Company; (~~10~~**8**) to decide on the issuance of ~~debentures~~ **corporate** bonds or other negotiable securities ~~by the Company~~ and the listing of the Company; (~~11~~**9**) to decide on the appointment, dismissal or non-reappointment of accounting firms of the Company who conduct regular and statutory audit on the Company's financial **and accounting** reports; (1**0**~~2~~) to amend the Company's Articles of Association, and to consider **and approve** the Procedural Rules for the Shareholders' ~~General~~ Meetings and the Procedural Rules for the Board of Directors' Meetings ~~and the Board of Supervisors' Meetings~~; (~~13~~**11**) to consider motions raised by shareholders who ~~represent~~ **individually or jointly hold** ~~3~~**1**% or more of ~~the voting~~ shares of the Company; (~~14~~**12**) to consider and approve matters in relation to guarantees as provided under Article ~~66~~**61**; (~~15~~**13**) to decide on the acquisition of shares of the Company;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(16) to consider matters in relation to the Company's establishment of legal entity, material external investment, acquisition of material assets, disposal and write-off of material assets, and pledge of material assets; (17) to consider the Company's purchase or sale of material assets within one year, which exceeds 30% of the latest audited total assets of the Company; (18) to consider and approve matters in relation to the change of use of the capital raised; (19) to consider the equity-based incentive plan; and (20) to decide on other matters which, according to laws, administrative regulations or the Company's Articles of Association, shall be decided by shareholders in general meetings. The above-mentioned functions and powers of the shareholders' general meeting shall not be exercised by the Board of Directors, other organizations or individuals through authorization on behalf of the shareholders' meeting.		(~~16~~**14**) to consider matters in relation to the Company's establishment of legal entity, material external investment, acquisition of material assets, disposal and write-off of material assets, and pledge of material assets; (~~17~~**15**) to consider the Company's purchase or sale of material assets within one year, which exceeds 30% of the latest audited total assets of the Company; (~~18~~**16**) to consider and approve matters in relation to the change of use of the capital raised; **and** ~~(19) to consider the equity-based incentive plan; and~~ (~~20~~**17**) to ~~decide on~~ **consider** other matters which, according to laws, administrative regulations or the Company's Articles of Association, shall be ~~decided~~ **resolved** by shareholders in ~~general~~ **shareholders'** meetings. The above-mentioned functions and powers ~~of~~ **that are required by laws, regulations and regulatory requirements to be exercised by** the shareholders' ~~general~~ meeting shall not be exercised by the Board of Directors, other organizations or individuals through authorization on behalf of the shareholders' meeting.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The legal entity described in sub-paragraph (16) of this Article refers to the domestic or foreign company which is established with the direct investment by the Company and over which the Company exercise control; the "material" investments specified in this Article and these Articles of Association shall: (1) include any investment where any of the applicable assets, consideration, profits, revenue or equity ratio as prescribed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited from time to time that are applicable to the Company is over 25%; (2) include any investment where any of the applicable transaction amount ratio and net profit ratio as prescribed by the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange from time to time that are applicable to the Company is over 50% (including but not limited to external investment, acquisition or sale of assets, pledge of assets, write-off of assets, entrusted wealth management, external guarantee, connected transaction, etc.); and (3) exclude the investments otherwise provided by the internal governance documents of the Company.		The legal entity described in sub-paragraph (~~16~~**14**) of this Article refers to the domestic or foreign company which is established with the direct investment by the Company and over which the Company exercise control; the "material" investments specified in this Article and these Articles of Association shall: (1) include any investment where any of the applicable assets, consideration, profits, revenue or equity ratio as prescribed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited from time to time that are applicable to the Company is over 25%; (2) include any investment where any of the applicable transaction amount ratio and net profit ratio as prescribed by the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange from time to time that are applicable to the Company is over 50% (including but not limited to external investment, acquisition or sale of assets, pledge of assets, write-off of assets, entrusted wealth management, external guarantee, connected transaction, etc.); and (3) exclude the investments otherwise provided by the internal governance documents of the Company.
Article 66	Any of the external guarantees provided by the Company shall be in compliance with regulatory provisions and reviewed and approved by the shareholders' general meeting.	Article 61	Any of the external guarantees provided by the Company shall be in compliance with regulatory provisions and reviewed and approved by the shareholders' ~~general~~ meeting.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 67	The Company shall not, without the prior approval of shareholders in a general meeting, enter into any contract with any person (other than the directors, supervisors, president, vice presidents, or other senior management officers), pursuant to which such person shall be responsible for the management and administration of the whole or any substantial part of the Company's business.	—	(Deleted this Article)
Article 68	Shareholders' general meetings shall be divided into annual general meetings and extraordinary general meetings. Shareholders' general meetings shall be convened by the Board of Directors. The shareholders' annual general meeting shall be held once every year and within six (6) months from the end of the preceding fiscal year. The Board of Directors shall convene an extraordinary general meeting within two (2) months upon the occurrence of any of the following circumstances: …… (2) where the unrecovered losses of the Company amount to one-third of the total amount of its paid-in share capital; (3) where shareholder(s), individually or in aggregate, holding 10% or more of the Company's issued and outstanding voting shares request(s) in writing for the convening of an extraordinary general meeting;	Article 62	Shareholders' ~~general~~ meetings shall be divided into annual ~~general~~ **shareholders'** meetings and extraordinary ~~general~~ **shareholders'** meetings. ~~Shareholders' general meetings shall be convened by the Board of Directors.~~ The ~~shareholders'~~ annual ~~general~~ **shareholders'** meeting shall be held once every year and within six (6) months from the end of the preceding fiscal year. **In any of the following circumstances,** ~~T~~**t**he Board of Directors shall convene an extraordinary ~~general~~ **shareholders'** meeting within two (2) months upon the occurrence of ~~any of the following~~ **such** circumstance~~s~~: …… (2) where the unrecovered losses of the Company amount to one-third of the total amount of its ~~paid-in~~ share capital; (3) where shareholder(s), individually or ~~in aggregate~~ **jointly**, holding **over** 10% ~~or more~~ of the Company's issued and outstanding voting shares request(s) in writing for the convening of an extraordinary ~~general~~ **shareholders'** meeting;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(4) wherever the Board of Directors deems necessary, or more than half of directors (including at least two (2) independent directors) or the Board of Supervisors so requests; or ……		(4) wherever the Board of Directors deems necessary, or ~~more than half~~ **a majority** of **all independent** directors **approve** ~~(including at least two (2) independent directors)~~ or the ~~Board of Supervisors~~ **the audit committee** so requests; or …… **If the annual or extraordinary shareholders' meeting is not convened within the period stipulated by the Company Law and these Articles of Association, the Company shall submit a written report to the regulatory authority and give the reasons therefor.**
Article 69	A venue shall be fixed for a shareholders' general meeting. The shareholders' general meeting shall take the form of a physical meeting. The Company shall hold the shareholders' general meeting at the address of the Company or such venue as specified in the notice of the shareholders' general meeting. Where the shareholders' general meeting is ensured to be legal and valid, the Company may adopt other methods, such as online voting, to facilitate shareholders' participation at the shareholders' general meeting. Any shareholder participating in the shareholders' general meeting through the above-mentioned methods shall be deemed to be present at such meeting.	Article 63	A venue shall be fixed for a shareholders' ~~general~~ meeting. The shareholders' ~~general~~ meeting shall take the form of a physical meeting. The Company shall hold the shareholders' ~~general~~ meeting at the address of the Company or such venue as specified in the notice of the shareholders' ~~general~~ meeting. Where the shareholders' ~~general~~ meeting is ensured to be legal and valid, the Company shall**, in accordance with laws, administrative regulations, the requirements of the CSRC, the listing rules of the place where the shares of the Company are listed, or the Company's Articles of Assocation, establish a safe, economical and convenient network or** ~~may~~ adopt other methods~~, such as online voting,~~ to facilitate shareholders' participation**, speaking and voting** at the shareholders' ~~general~~ meeting.~~ Any shareholder participating in the shareholders' general meeting through the above-mentioned methods shall be deemed to be present at such meeting.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The Procedural Rules for the Shareholders' General Meetings will specify the method to confirm the identity of the shareholders who participate in the shareholders' general meeting through other methods, including online voting. The online voting shall not apply to the holders of Overseas-Listed Foreign-Invested Shares in the Company. No meeting shall be convened by way of communication voting in respect of any proposals which shall be passed by special resolutions at the shareholders' general meeting.		The Procedural Rules for the Shareholders' ~~General~~ Meetings will specify the method to confirm the identity of the shareholders who participate in the shareholders' ~~general~~ meeting through other methods, including online voting. ~~The online voting shall not apply to the holders of Overseas-Listed Foreign-Invested Shares in the Company.~~ No meeting shall be convened by way of communication voting in respect of any proposals which shall be passed by special resolutions at the shareholders' ~~general~~ meeting.
Article 70	More than half of and no less than two (2) independent directors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting. With respect to the proposal for convening an extraordinary general meeting by independent directors, the Board of Directors shall, in accordance with laws, administrative regulations and these Articles of Association, give a written reply on whether to convene the extraordinary general meeting or not within ten (10) days upon receipt of the proposal.	Article 64	~~More than half of and no less than two (2)~~ **With the approval of a majority of all independent directors, the** independent directors shall have the right to propose to the Board of Directors to convene an extraordinary ~~general~~ **shareholders'** meeting. With respect to the proposal for convening an extraordinary ~~general~~ **shareholders'** meeting by independent directors, the Board of Directors shall, in accordance with laws, administrative regulations and these Articles of Association, give a written reply on whether to **approve the convening of** the extraordinary ~~general~~ **shareholders'** meeting or not within ten (10) days upon receipt of the proposal.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	If the Board of Directors agrees to convene an extraordinary general meeting, it shall send out a notice of the extraordinary general meeting within five (5) days after the resolution of the Board of Directors is made. If the Board of Directors does not agree to convene an extraordinary general meeting, independent directors shall report it to the CBIRC, and the Board of Directors shall explain the reasons and make an announcement.		If the Board of Directors agrees to convene an extraordinary ~~general~~ **shareholders'** meeting, it shall send out a notice of the extraordinary ~~general~~ **shareholders'** meeting within five (5) days after the resolution of the Board of Directors is made. If the Board of Directors does not agree to convene an extraordinary ~~general~~ **shareholders'** meeting, **it shall explain the reasons and make an announcement, and** independent directors shall report it to the ~~CBIRC~~ **insurance regulatory authority under the State Council**~~, and the Board of Directors shall explain the reasons and make an announcement~~.
Article 71	When the Company convenes an annual general meeting, written notice of the meeting shall be given not less than twenty (20) working days before the date of the meeting to notify all of the shareholders whose names appear in the share register of the matters to be considered and the date and place of the meeting. When the Company convenes an extraordinary general meeting, written notice of the meeting shall be given not less than fifteen (15) days or ten (10) working days (whichever is longer) before the date of the meeting. If the notice period of a shareholders' general meeting as required by the regulatory requirements and listing rules of the place where the shares of the Company are listed exceeds the period specified in the first paragraph above, such provisions shall prevail.	Article 65	When the Company convenes an annual ~~general~~ **shareholders'** meeting, written notice of the meeting shall be given not less than twenty (20) ~~working~~ days before the date of the meeting to notify all of the shareholders whose names appear in the **shareholders** register of the matters to be considered and the date and place of the meeting. When the Company convenes an extraordinary ~~general~~ **shareholders'** meeting, written notice of the meeting shall be given not less than fifteen (15) days ~~or ten (10) working days (whichever is longer)~~ before the date of the meeting. If the notice period of a shareholders' ~~general~~ meeting as required by the regulatory requirements and listing rules of the place where the shares of the Company are listed exceeds the period specified in the first paragraph above, such provisions shall prevail.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 72	The contents of the motion shall fall within the terms of reference of the general meeting and have specified subjects and specific resolutions, in further compliance with the laws, administrative regulations and provisions of these Articles of Association.	Article 66	The contents of the motion shall fall within the terms of reference of the ~~general~~ **shareholders'** meeting and have specified subjects and specific resolutions, in further compliance with the laws, administrative regulations and provisions of these Articles of Association.
Article 73	When the Company convenes the shareholders' general meeting, the Board of Directors, the Board of Supervisors or shareholders, individually or in aggregate, holding 3% or more of the total voting shares of the Company shall have the right to propose motions in writing. Shareholder(s) individually or jointly holding 3% or more of the Company's shares may propose provisional motions in writing to the convenor sixteen (16) days prior to the convocation of a shareholders' general meeting. Upon receipt of the provisional motions, the convenor shall issue a supplemental notice of the shareholders' general meeting announcing such provisional motions fourteen (14) days prior to the convocation of the shareholders' general meeting. The provisional motions shall fall into the scope of the functions and powers of the shareholders' general meeting and specify explicit topics and specific matters to be resolved.	Article 67	When the Company convenes the shareholders' ~~general~~ meeting, the Board of Directors, the ~~Board of Supervisors~~ **audit committee** or shareholders~~,~~ individually or ~~in aggregate~~ **jointly**~~,~~ holding **over** ~~3~~**1**% ~~or more~~ of ~~the total voting~~ shares of the Company shall have the right to propose motions in writing. Shareholder(s) individually or jointly holding **over** ~~3~~**1**% ~~or more~~ of the Company's shares may propose provisional motions in writing to the convenor ~~sixteen~~ **ten** (~~16~~**10**) days prior to the convocation of a shareholders' ~~general~~ meeting. **Within two (2) days upon** receipt of the provisional motions, the convenor shall issue a supplemental notice of the shareholders' ~~general~~ meeting announcing **the additional information regarding** such provisional motions ~~fourteen (14) days prior to the convocation of the shareholders' general meeting~~**, and submit the provisional motions to the shareholders' meeting for consideration. This is except in cases where the provisional motion violates laws, administrative regulations, or the provisions of the Company's Articles of Association, or falls outside the scope of authority of the shareholders' meeting**. ~~The provisional motions shall fall into the scope of the functions and powers of the shareholders' general meeting and specify explicit topics and specific matters to be resolved.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Except for the circumstance set forth in the preceding paragraph, the convenor shall not amend any motions set out in the notice of the shareholders' general meeting or add any new motions after issuing such notice. The convenor mentioned in the Company's Articles of Association means the Board of Directors, the Board of Supervisors or shareholder(s) individually or jointly holding 10% or more of the total voting shares of the Company at the proposed meeting that are entitled to convene a shareholders' general meeting pursuant to the Company's Articles of Association. No votes shall be cast, nor resolutions passed, at the shareholders' general meeting in respect of any motions not specified in the notice of the shareholders' general meeting or not in compliance with Article 72 of these Articles of Association.		**If the time limits for provisional motions or supplemental announcements of the shareholders' meeting as stipulated by the regulatory requirements and listing rules of the place where the Company's shares are listed exceed those mentioned in the preceding paragraph, such provisions shall prevail.** Except for the circumstance set forth in the preceding paragraph, the convenor shall not amend any motions set out in the notice of the shareholders' ~~general~~ meeting or add any new motions after issuing such notice. The convenor mentioned in the Company's Articles of Association means the Board of Directors, the ~~Board of Supervisors~~ **audit committee** or shareholder(s) individually or jointly holding **over** 10% ~~or more~~ of the total voting shares of the Company at the proposed meeting that are entitled to convene a shareholders' ~~general~~ meeting pursuant to the Company's Articles of Association. No votes shall be cast, nor resolutions passed, at the shareholders' ~~general~~ meeting in respect of any motions not specified in the notice of the shareholders' ~~general~~ meeting or not in compliance with Article ~~72~~**66** of these Articles of Association.
Article 74	No resolution shall be passed at the shareholders' general meeting in respect of any matters not specified in the notice of the shareholders' general meeting.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 75	A notice of a meeting of shareholders shall satisfy the following requirements: (1) be in writing; (2) specify the place, date and time of the meeting; (3) state the matters to be discussed at the meeting; (4) provide such information and explanations as are necessary for shareholders to make an informed decision on the proposals submitted; without limiting the generality of the foregoing, when a proposal is made to amalgamate the Company with another, to repurchase the shares of the Company, to reorganize its share capital or to restructure the Company in any other way, the terms of the proposed transaction shall be provided in detail together with the copies of the proposed agreement, if any, and the cause and effect of such proposal shall be properly explained;	Article 68	A notice of a **shareholders'** meeting ~~of shareholders~~ shall ~~satisfy~~ **include** the following ~~requirements~~ **details**: **(1) the time, venue, and duration of the meeting;** **(2) the matters and motions to be considered at the meeting (indicating whether each resolution is an ordinary resolution or a special resolution);** **(3) a clear statement that all ordinary shareholders shall have the right to attend the shareholders' meeting and may appoint a proxy in writing to attend the meeting and vote on their behalf, and that the proxy need not be a shareholder of the Company;** **(4) the record date for share registration for shareholders entitled to attend the shareholders' meeting;** **(5) the name and telephone number of the permanent contact person for the meeting;** **(6) the time and procedure for voting via the internet or other methods.** ~~(1) be in writing;~~ ~~(2) specify the place, date and time of the meeting;~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(5) contain disclosure of the nature and extent, if any, of the material interests of any director, supervisor, president, vice president, or other senior management officer in the proposed transaction and the effect which the proposed transaction will have on them in their capacity as shareholders in so far as it is different from the effect on the interests of shareholders of the same class; (6) contain the full text of any special resolution to be proposed at the meeting; (7) contain a conspicuous statement that a shareholder entitled to attend and vote at such meeting is entitled to appoint one (1) or more proxies to attend and vote at such meeting on his behalf, and that a proxy need not to be a shareholder; (8) specify the time and place for lodging proxy forms for the relevant meeting; and (9) set out the procedures for the voting by way of poll and the rights of shareholders to demand for a poll pursuant to applicable rules.		~~(3) state the matters to be discussed at the meeting;~~ ~~(4) provide such information and explanations as are necessary for shareholders to make an informed decision on the proposals submitted; without limiting the generality of the foregoing, when a proposal is made to amalgamate the Company with another, to repurchase the shares of the Company, to reorganize its share capital or to restructure the Company in any other way, the terms of the proposed transaction shall be provided in detail together with the copies of the proposed agreement, if any, and the cause and effect of such proposal shall be properly explained;~~ ~~(5) contain disclosure of the nature and extent, if any, of the material interests of any director, supervisor, president, vice president, or other senior management officer in the proposed transaction and the effect which the proposed transaction will have on them in their capacity as shareholders in so far as it is different from the effect on the interests of shareholders of the same class;~~ ~~(6) contain the full text of any special resolution to be proposed at the meeting;~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			~~(7) contain a conspicuous statement that a shareholder entitled to attend and vote at such meeting is entitled to appoint one (1) or more proxies to attend and vote at such meeting on his behalf, and that a proxy need not to be a shareholder;~~ ~~(8) specify the time and place for lodging proxy forms for the relevant meeting; and~~ ~~(9) set out the procedures for the voting by way of poll and the rights of shareholders to demand for a poll pursuant to applicable rules.~~
Article 76	Unless otherwise provided by paragraph 2 of Article 259 of the Company's Articles of Association, the notice of shareholders' general meetings shall be served on each shareholder (whether or not such shareholder is entitled to vote at the meeting), by personal delivery or prepaid mail to the address of the shareholder as shown in the register of shareholders. For the holders of Domestic-Invested Shares, notice of the shareholders' general meeting may also be issued by way of public announcement.	Article 69	Unless otherwise provided by paragraph 2 of Article ~~259~~**202** of the Company's Articles of Association, the notice of shareholders' ~~general~~ meetings shall be ~~served on each~~ **sent to** shareholder**s** (whether or not such shareholder**s** ~~is~~ **are** entitled to vote at the meeting)~~,~~ by **announcement, mail, or other methods permitted by the stock exchange where the Company's shares are listed** ~~personal delivery or prepaid mail to the address of the shareholder as shown in the register of shareholders. For the holders of Domestic-Invested Shares, notice of the shareholders' general meeting may also be issued by way of public announcement~~.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The public announcement referred to in the preceding paragraph shall be published in one (1) or more national newspapers designated by the securities authority of the State Council pursuant to the notice period requirement under these Articles of Association; after the publication of such announcement, all the holders of Domestic-Invested Shares shall be deemed to have received the notice of relevant shareholders' general meeting. The Company shall submit the meeting notice in writing and by email to the CBIRC ten (10) days before the date of the regular shareholders' general meeting.		The public announcement referred to in the preceding paragraph shall be published ~~in one (1) or more national newspapers designated by the securities authority of the State Council pursuant to~~ **within** the notice period ~~requirement under~~ **specified in** these Articles of Association **on media and the stock exchange website that meet the conditions stipulated by the securities regulatory authority of the place where the Company's shares are listed**.~~; after the publication of such announcement, all the holders of Domestic-Invested Shares shall be deemed to have received the notice of relevant shareholders' general meeting~~. The Company shall ~~submit the meeting notice in writing and by email to the CBIRC ten (10)~~ **notify the insurance regulatory authority under the State Council at least three (3) working** days before the ~~date of the regular~~ shareholders' ~~general~~ meeting **is convened**.
Article 77	After the notice of the shareholders' general meeting is sent, the shareholders' general meeting shall not be postponed or cancelled without a justifiable excuse, and any proposal listed in such notice shall not be withdrawn. If the shareholders' general meeting needs to be postponed or cancelled or a proposal needs to be withdrawn, the convenor shall announce such postponement and cancellation and explain the reason at least two (2) working days prior to the original scheduled date for the meeting.	Article 70	After the notice of the shareholders' ~~general~~ meeting is sent, the shareholders' ~~general~~ meeting shall not be postponed or cancelled without a justifiable excuse, and any proposal listed in such notice shall not be withdrawn. If the shareholders' ~~general~~ meeting needs to be postponed or cancelled or a proposal needs to be withdrawn, the convenor shall announce such postponement and cancellation and explain the reason at least two (2) working days prior to the original scheduled date for the meeting.
Article 78	The accidental omission to give notice of a meeting, or the failure to receive the notice of a meeting by any person entitled to receive such notice, shall not invalidate the meeting or the resolutions adopted thereat.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 79	The Board of Directors and other convenors shall take all necessary measures to ensure that the shareholders' general meeting is conducted in an orderly manner and shall take steps to prevent any activities interfering the shareholders' general meeting, provoking disturbances, or infringing upon the legal interests of shareholders and promptly report such activities to the relevant authority for investigation.	Article 71	The Board of Directors and other convenors shall take all necessary measures to ensure that the shareholders' ~~general~~ meeting is conducted in an orderly manner and shall take steps to prevent any activities interfering the shareholders' ~~general~~ meeting, provoking disturbances, or infringing upon the legal interests of shareholders and promptly report such activities to the relevant authority for investigation.
Article 82	All the directors, supervisors and the secretary to the Board of Directors of the Company shall have the right to attend the shareholders' general meeting. The senior management officers shall have the right to be present at the shareholders' general meeting as non-voting attendees.	Article 74	**Where a shareholders' meeting requires the presence of directors and senior management officers as non-voting attendees, the directors and senior management officers shall be present at the meeting as non-voting attendees and answer shareholders' inquiries.** ~~All the directors, supervisors and the secretary to the Board of Directors of the Company shall have the right to attend the shareholders' general meeting. The senior management officers shall have the right to be present at the shareholders' general meeting as non-voting attendees.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 83	Any shareholder who is entitled to attend and vote at a general meeting of the Company shall be entitled to appoint one (1) or more persons (whether such person is a shareholder or not) as his proxy to attend and vote on his behalf, and a proxy so appointed shall be entitled to exercise the following rights pursuant to the authorization from that shareholder: (1) the shareholder's right to speak at the meeting; (2) the right to request separately or jointly with others for a vote by poll; and (3) the right to vote by hand or by poll, except that if a shareholder has appointed more than one (1) proxy, the proxy may only exercise the voting rights by poll.	—	(Deleted this Article)
Article 84	Shareholders shall appoint a proxy in writing, and such instrument appointing the proxy shall be signed by the appointor or a person authorised in writing. If the appointor is a legal entity, the instrument shall be either affixed with legal entity's seal or signed by a director, senior management officer, or a duly authorized attorney. The instrument appointing a proxy shall state the number of shares represented by the proxy. If more than one (1) proxy is appointed, the instrument shall indicate the number of shares represented by each proxy.	Article 75	**Shareholders may attend the shareholders' meeting in person or appoint a proxy to attend and vote on their behalf.** Shareholders shall appoint a proxy in writing, **and the power of attorney by which a shareholder appoints another person to attend a shareholders' meeting shall specify the following details:** **(1) the time and venue of the meeting;** **(2) the name of the appointor, the name of the proxy, and the class and number of shares involved in the proxy voting;** **(3) whether the proxy is granted voting rights;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(4) specific instructions from the shareholder, including whether to vote for, against, or abstain from voting on each matter to be included in the agenda for consideration at the shareholders' meeting; **(5) whether abstentions count towards the majority required for passing resolutions;** **(6) the date of issuance and the validity period of the power of attorney;** **(7) the location and deadline for submitting the power of attorney;** **(8) signature (or seal) of the appointor.** ~~and such instrument appointing the proxy shall be signed by the appointor or a person authorised in writing.~~ If the appointor is a ~~legal entity~~**corporate shareholder**, the ~~instrument~~**power of attorney** shall be either affixed with ~~legal entity's~~**corporate** seal or signed by a director, senior management officer, or a duly authorized attorney. ~~The instrument appointing a proxy shall state the number of shares represented by the proxy. If more than one (1) proxy is appointed, the instrument shall indicate the number of shares represented by each proxy.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 85	The proxy form for voting shall be deposited at the residence of the Company or such other place specified in the notice convening the meeting, not less than twenty-four (24) hours before the meeting at which the proxy is authorized to vote, or twenty-four (24) hours before the designated voting time. Where the proxy form is signed by a third party authorized by the appointor, the power of attorney signed under authorization documents or other authorization documents shall be notarized. The power of attorney or other authorization documents notarized shall be deposited, along with the proxy form for voting, at the residence of the Company or such other place specified the notice convening the meeting. The proxy form shall indicate the date of issuance. If the appointor is a legal person, its legal representative or such person as is authorized by resolution of its board of directors or other governing body may attend meetings of the shareholders of the Company as a representative of the appointor. If the shareholder is a recognized clearing house (or its nominee), it may, as it sees fit, appoint one (1) or more persons as its proxies to attend and vote at any shareholders' general meeting or class meeting. However, if more than one (1) person is appointed, the instrument of proxy shall specify the number and class of the shares relating to each such proxy. Such proxy may exercise the rights of the recognized clearing house (or its nominee) on its behalf, as if the proxy were an individual shareholder of the Company.	Article 76	~~The proxy form for voting shall be deposited at the residence of the Company or such other place specified in the notice convening the meeting, not less than twenty-four (24) hours before the meeting at which the proxy is authorized to vote, or twenty-four (24) hours before the designated voting time.~~ Where the proxy form is signed by a third party authorized by the appointor, the power of attorney signed under authorization documents or other authorization documents shall be notarized. The power of attorney or other authorization documents notarized shall be deposited, along with the proxy form for voting, at the residence of the Company or such other place specified the notice convening the meeting. The proxy form shall indicate the date of issuance. ~~If the appointor is a legal person, its legal representative or such person as is authorized by resolution of its board of directors or other governing body may attend meetings of the shareholders of the Company as a representative of the appointor.~~ If the shareholder is a recognized clearing house (or its nominee), it may, as it sees fit, appoint one (1) or more persons as its proxies to attend and vote at any shareholders' ~~general~~ meeting**,** ~~or~~ class meeting **or creditors' meeting**. However, if more than one (1) person is appointed, the instrument of proxy shall specify the number and class of the shares relating to each such proxy. Such proxy may exercise the rights **(including the rights to speak and vote)** of the recognized clearing house (or its nominee) on its behalf, as if the proxy were an individual shareholder of the Company.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 86	Any form of proxy issued to a shareholder by the Board of Directors for use by such shareholder for the appointment of a proxy to attend and vote at the meetings of the Company shall be such as to enable the shareholder to freely instruct the proxy to vote for or against the motions or abstain from voting, such instructions being given in respect of each individual matter to be voted at the meeting. Such a proxy form shall contain a statement that in the absence of specific instructions from the shareholder, the proxy may vote at his discretion. The Company shall have the right to request a proxy who attends a shareholders' general meeting on behalf of shareholders to present proof of identity. If a shareholder who is a legal person appoints its legal representative to attend a meeting on its behalf, the Company has the right to request such legal representative to present proof of his identity (excluding Recognized Clearing House) and a certified copy of the resolution of such shareholder's board of directors in respect of the appointment of the proxy or the power of attorney executed by such other organization which has the capacity to appoint the proxy.	Article 77	~~Any form of proxy issued to a shareholder by the Board of Directors for use by such shareholder for the appointment of a proxy to attend and vote at the meetings of the Company shall be such as to enable the shareholder to freely instruct the proxy to vote for or against the motions or abstain from voting, such instructions being given in respect of each individual matter to be voted at the meeting. Such a proxy form shall contain a statement that in the absence of specific instructions from the shareholder, the proxy may vote at his discretion.~~ The Company shall have the right to request ~~a~~ **shareholders and their** ~~proxy~~ **proxies** who attend~~s~~ a shareholders' ~~general~~ meeting ~~on behalf of shareholders~~ to present proof of identity. **If an individual shareholder attends the meeting in person, the Company shall have the right to request such individual shareholder to present his/her identity card or other valid documentation or proof that can prove his/her identity. When a proxy attends the meeting in place of the shareholder, the Company shall have the right to request such proxy to present his/her valid identity card and the power of attorney issued by the individual shareholder.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			A corporate shareholder shall attend the meeting through its legal representative or a proxy appointed by the legal representative. If the legal representative attends the meeting, he/she shall present his/her identity card and valid proof of his/her qualification as the legal representative. If a proxy attends the meeting, the proxy shall present his/her identity card and a written power of attorney issued by the legal representative of the corporate shareholder according to law. ~~If a shareholder who is a legal person appoints its legal representative to attend a meeting on its behalf, the Company has the right to request such legal representative to present proof of his identity (excluding Recognized Clearing House) and a certified copy of the resolution of such shareholder's Board of Directors in respect of the appointment of the proxy or the power of attorney executed by such other organization which has the capacity to appoint the proxy.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 87	A vote given in accordance with the terms of a proxy shall be valid, notwithstanding the death or loss of capacity of the appointor or revocation of the proxy or the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given, provided that the Company did not receive any written notice in respect of any such matters prior to the commencement of the relevant meeting.	—	(Deleted this Article)
Article 88	When any shareholders' general meeting considers matters related to connected transactions, the connected shareholder shall not vote and the number of voting shares that it represents shall not be counted as part of the total number of valid votes. The announcement of the resolution of the general meeting shall fully disclose the votes of the non-connected shareholders.	Article 78	When any shareholders' ~~general~~ meeting considers matters related to connected transactions, the connected shareholder shall not vote and the number of voting shares that it represents shall not be counted as part of the total number of valid votes. The announcement of the resolution of the ~~general~~ **shareholders'** meeting shall fully disclose the votes of the non-connected shareholders.
Article 89	Except where the Company is in a crisis or any extraordinary circumstance, the Company will not enter into any contract with any person other than a director or the president, the vice president or any other senior management officer to have all or significant part of the Company's business in the care of such person, unless otherwise approved by the shareholders in a general meeting by way of special resolution.	Article 79	Except where the Company is in a crisis or any extraordinary circumstance, the Company will not enter into any contract with any person other than a director or the president, the vice president or any other senior management officer to have all or significant part of the Company's business in the care of such person, unless otherwise approved by the shareholders in a ~~general~~ **shareholders'** meeting by way of special resolution.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 90	The list of candidates for directors or supervisors shall be proposed to the shareholders' general meeting for votes. The Board of Directors shall announce to shareholders the personal profiles and basic information of the candidates for directors or supervisors.	Article 80	The list of candidates for directors ~~or supervisors~~ shall be proposed to the shareholders' ~~general~~ meeting for votes. **When voting at a shareholders' meeting for the election of directors, the cumulative voting system may be implemented in accordance with the requirements of these Articles of Association or the resolution of a shareholders' meeting. Under the cumulative voting system, independent directors and non-independent directors shall be elected separately to ensure that the proportion of independent directors on the Company's Board of Directors meets legal requirements.** **The cumulative voting system referred to in the preceding paragraph refers to the system used in the election of directors at a shareholders' meeting where each share carries a number of votes equal to the number of directors to be elected, and shareholders may concentrate their votes on a single candidate.** The Board of Directors shall announce to shareholders the personal profiles and basic information of the candidates for directors ~~or supervisors~~.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 91	At the annual shareholders' general meeting, the Board of Directors and the Board of Supervisors shall report their work performance in the preceding year to the shareholders. Each independent director shall also present his duty report. The Board of Directors of the Company shall give explanation in connection with the non-standard audit opinion issued by a certified public accountant on the financial report of the Company at the shareholders' general meeting. Except for trade secrets relevant to the Company which shall not be disclosed at the shareholders' general meeting, directors, supervisors and senior management officers shall give explanation in connection with queries made and opinions given by shareholders at the shareholders' general meeting.	Article 81	At the annual shareholders' ~~general~~ meeting, the Board of Directors ~~and the Board of Supervisors~~ shall report their work performance in the preceding year to the shareholders. Each independent director shall also present his duty report. The Board of Directors of the Company shall give **special** explanation **and make public disclosure** in connection with the non-standard audit opinion issued by a certified public accountant on the financial **and accounting** report of the Company **and any issues involved** at the shareholders' ~~general~~ meeting. Except for trade secrets relevant to the Company which shall not be disclosed at the shareholders' ~~general~~ meeting, directors~~,~~ ~~supervisors~~ and senior management officers shall give explanation in connection with queries made and opinions given by shareholders at the shareholders' ~~general~~ meeting.
Article 92	Resolutions of shareholders' general meeting shall be divided into ordinary resolutions and special resolutions. An ordinary resolution shall be passed by votes representing a majority of the voting rights represented by the shareholders (including proxies) present at the meeting. A special resolution shall be passed by votes representing more than two-thirds of the voting rights represented by the shareholders (including proxies) present at the shareholders' general meeting.	Article 82	Resolutions of shareholders' ~~general~~ meeting shall be divided into ordinary resolutions and special resolutions. An ordinary resolution shall be passed by votes representing a majority of the voting rights represented by the shareholders (including proxies) present at the shareholders' ~~general~~ meeting. A special resolution shall be passed by votes representing more than two-thirds of the voting rights represented by the shareholders (including proxies) present at the shareholders' ~~general~~ meeting.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 93	A shareholder (including a proxy), when voting at a shareholders' general meeting, may exercise such voting rights as are attached to the number of voting shares which he/she represents. Except otherwise required by laws or regulations, each share shall have one (1) vote. When the shareholders' general meeting considers matters that could materially affect the interest of medium and small investors, the votes by medium and small investors shall be counted separately, and the results of such separate vote counting shall be disclosed promptly. Where a shareholder is required, under the applicable listing rules of the place where the securities of the Company are listed, as amended from time to time, to abstain from voting on a particular resolution or is restricted to voting only for or against a specific resolution, any votes cast by or on behalf of such shareholder in contravention of such requirements or restrictions shall not be counted. …… The Board of Directors, independent directors, and shareholders who meet relevant requirements may solicit the voting rights from the shareholders of the Company.	Article 83	A shareholder (including a proxy), when voting at a shareholders' ~~general~~ meeting, may exercise such voting rights as are attached to the number of voting shares which he/she represents. Except otherwise required by laws or regulations, each share shall have one (1) vote. When the shareholders' ~~general~~ meeting considers matters that could materially affect the interest of medium and small investors, the votes by medium and small investors shall be counted separately, and the results of such separate vote counting shall be disclosed promptly. **The Company's shares held by the Company shall have no voting rights, and such portion of shares shall not be counted in the total number of voting shares held by shareholders at the shareholders' meeting.** **If a shareholder purchases voting shares of the Company in violation of paragraphs 1 and 2 of Article 63 of the Securities Law, he/she shall not exercise the voting rights in respect of the portion of shares exceeding the prescribed ratio within thirty-six (36) months after the purchase, and such shares shall not be counted in the total number of voting shares held by shareholders present at the shareholders' meeting.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			Where a shareholder is required, under the applicable listing rules of the place where the securities of the Company are listed, as amended from time to time, to abstain from voting on a particular resolution or is restricted to voting only for or against a specific resolution, any votes cast by or on behalf of such shareholder in contravention of such requirements or restrictions shall not be counted. …… The Board of Directors, independent directors, and shareholders **holding over 1% of the voting shares** ~~who meet relevant requirements~~ **or investor protection institutions established in accordance with laws, administrative regulations or the requirements of the CSRC** may solicit the voting rights from the shareholders of the Company. **Information such as specific voting intention shall be fully disclosed to shareholders whose voting rights are being solicited. Soliciting shareholders' voting rights in exchange for consideration or de facto consideration is prohibited. Unless otherwise stipulated by laws, the Company shall not set any restriction on the minimum shareholding percentage for the solicitation of voting rights.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 94	Any vote of shareholders at a shareholders' general meeting must be taken by poll, except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.	Article 84	Any vote of shareholders at a shareholders' ~~general~~ meeting must be taken by poll, except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. **Except for the cumulative voting system, the shareholders' meeting shall vote on all proposals on an individual basis. If there are different proposals on the same matter, they shall be voted on in the order they were submitted. Unless the shareholders' meeting is adjourned or unable to make a resolution due to force majeure or other special reasons, the shareholders' meeting shall not defer or refrain from voting on proposals.**
Article 95	A poll demanded on the election of the chairman of the meeting, or on a question of the adjournment of the meeting, shall be taken forthwith. A poll demanded on any other question shall be taken as the chairman of the meeting directs, and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll. The result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded.	—	(Deleted this Article)
Article 96	On a poll taken at a meeting, a shareholder (including a proxy) entitled to two (2) or more votes is not required to cast all his votes for or against any motion or to abstain on all his votes.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 97	The following matters shall be resolved by an ordinary resolution at a shareholders' general meeting: (1) the operational policies and investment plans of the Company; (2) the election and replacement of the directors and supervisors who are not employee representatives, and the determination of the remuneration of the directors and supervisors and its payment method; (3) the work reports of the Board of Directors and the Board of Supervisors; (4) the profit distribution plans and loss recovery plans formulated by the Board of Directors; (5) the appointment or dismissal of accounting firms who conduct regular and statutory audit on the Company's financial reports; (6) the annual budgets, final accounts, balance sheets, profit and loss accounts, and other financial statements of the Company; and (7) any matters other than those which are required by laws, administrative regulations, regulatory requirements or the Company's Articles of Association to be adopted by special resolution.	Article 85	The following matters shall be resolved by an ordinary resolution at a shareholders' ~~general~~ meeting: (1) the operational policies and **significant** investment plans of the Company; (2) the election and replacement of the directors ~~and supervisors~~ who are not employee representatives, and the determination of **the matters concerning** the remuneration of ~~the~~ directors ~~and supervisors and its payment method~~**, save for the removal of independent directors from office**; (3) the ~~work~~ report~~s~~ of the Board of Directors ~~and the Board of Supervisors~~; (4) the profit distribution plans and loss recovery plans ~~formulated by the Board of Directors~~ **of the Company**; (5) the appointment, ~~or~~ dismissal **or non-reappointment** of accounting firms who conduct regular and statutory audit on the Company's financial **and accounting** reports; (6) the **proposed** annual **financial** budgets~~,~~ **and** final accounts~~, balance sheets, profit and loss accounts, and other financial statements~~ of the Company; and (7) any matters other than those which are required by laws, administrative regulations, regulatory requirements or the Company's Articles of Association to be adopted by special resolution.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 98	The following matters shall be resolved by a special resolution at a shareholders' general meeting: (1) the increase or reduction of share capital, the issue of shares of any class, warrants and other similar securities, and the listing of the Company; (2) the issue of debentures of the Company; (3) the division, merger, dissolution and liquidation or change of the form of the Company; (4) the amendments to the Company's Articles of Association; (5) the acquisition of shares of the Company; (6) the matters in relation to the Company's establishment of legal entity, material external investment, disposal and write-off of material assets, and pledge of material assets; (7) the removal of independent directors;	Article 86	The following matters shall be resolved by a special resolution at a shareholders' ~~general~~ meeting: (1) the increase or reduction of ~~share~~ **registered** capital~~, the issue of shares of any class, warrants and other similar securities, and the listing~~ of the Company; (2) the issue of ~~debentures of the Company~~ **corporate bonds or other negotiable securities and the listing of the Company**; (3) the **merger,** division, **spin-off,** ~~merger,~~ dissolution**,** ~~and~~ liquidation or change of the form of the Company; (4) the amendments to the Company's Articles of Association; (5) the acquisition of shares of the Company; **(6) the change of the Company's profit distribution policies;** (6**7**) the matters ~~in relation to~~ **such as** the Company's establishment of legal entity, material external investment, **purchase of material assets,** disposal and write-off of material assets, and pledge of material assets; (~~7~~**8**) the removal of independent directors;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(8) the Company's purchase or sale of material assets within one (1) year, which exceeds 30% of the latest audited total assets of the Company; (9) any equity-based incentive plan; and (10) any other matter stipulated by laws, administrative regulations, regulatory requirements or the Company's Articles of Association and decided by shareholders at shareholders' general meetings by way of an ordinary resolution, which, in their opinions, might have a material impact on the Company and shall be adopted by a special resolution.		(~~8~~**9**) the Company's purchase or sale of material assets **or provision of guarantees to others** within one (1) year, which exceeds 30% of the latest audited total assets of the Company; **and** ~~(9) any equity-based incentive plan; and~~ (10) any other matter stipulated by laws, administrative regulations, regulatory requirements or the Company's Articles of Association and decided by shareholders at shareholders' ~~general~~ meetings by way of an ordinary resolution, which, in their opinions, might have a material impact on the Company and shall be adopted by a special resolution.
Article 99	Shareholders who request the convening of an extraordinary general meeting or a class meeting shall comply with the following procedures: (1)Two (2) or more shareholders individually or in aggregate holding 10% or more of the shares carrying the right to vote at the meeting sought to be held shall sign one (1) or more counterpart requisitions stating the object of the meeting and requiring the Board of Directors to convene a shareholders' extraordinary general meeting or a class meeting thereof. The Board of Directors shall proceed as soon as possible to convene the extraordinary shareholders' general meeting or a class meeting thereof after receipt of such requisitions. The number of shares held by shareholders as referred to above shall be calculated as of the date of the requisitions.	Article 87	**If shareholders who individually or jointly hold more than 10% of voting shares of the Company propose to the Board of Directors to convene an extraordinary shareholder's meeting, they shall make such proposal to the Board of Directors in writing. The Board of Directors shall, in accordance with laws, administrative regulations and these Articles of Association, give a written response on whether such proposal is consented to within ten (10) days from the date of receipt of such proposal.** **If the Board of Directors agrees to convene an extraordinary shareholders' meeting, it shall give notice on convening the extraordinary shareholders' meeting within five (5) days from making the Board resolutions. For any change to the original proposal stated in the notice, it shall obtain the consent of relevant shareholders.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(2) If the Board of Directors fails to issue a notice of such a meeting within thirty (30) days from the date of the receipt of the requisitions, the requisitionists may themselves convene such a meeting in a manner as similar as possible to the manner in which shareholders' meetings are convened by the Board of Directors within four (4) months from the date of the receipt of the requisitions by the Board of Directors. The requisitionists shall be compensated by the Company for any reasonable expenses incurred by the requisitionists by reason of failure by the Board of Directors to duly convene a meeting, and any sum so compensated shall be set-off against sums owed by the Company to the defaulting directors.		**Where the Board of Directors does not agree to convene an extraordinary shareholders' meeting, or fails to give a response within ten (10) days from the date of receipt of such proposal, shareholders who individually or jointly hold more than 10% of shares of the Company shall have the right to propose to the audit committee to convene an extraordinary shareholders' meeting in writing.** **If the audit committee agrees to convene an extraordinary shareholders' meeting, it shall give a notice on convening the extraordinary shareholders' meeting within five (5) days from the date of receipt of the proposal. For any change to the original proposals stated in the notice, it shall obtain the consent of relevant shareholders.** **If the audit committee fails to issue notice of an extraordinary shareholders' meeting within the prescribed period, it shall be deemed that the audit committee fails to convene and preside over the extraordinary shareholders' meeting, shareholders individually or jointly holding more than 10% of shares of the Company for over ninety (90) consecutive days may convene and preside over such meeting by themselves.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			~~Shareholders who request the convening of an extraordinary general meeting or a class meeting shall comply with the following procedures:~~ ~~(1)Two (2) or more shareholders individually or in aggregate holding 10% or more of the shares carrying the right to vote at the meeting sought to be held shall sign one (1) or more counterpart requisitions stating the object of the meeting and requiring the Board of Directors to convene a shareholders' extraordinary general meeting or a class meeting thereof. The Board of Directors shall proceed as soon as possible to convene the extraordinary shareholders' general meeting or a class meeting thereof after receipt of such requisitions. The number of shareholders referred to above shall be calculated as of the date of the requisitions.~~ ~~(2) If the Board of Directors fails to issue a notice of such a meeting within thirty (30) days from the date of the receipt of the requisitions, the requisitionists may themselves convene such a meeting in a manner as similar as possible to the manner in which shareholders' meetings are convened by the Board of Directors within four (4) months from the date of the receipt of the requisitions by the Board of Directors.~~ ~~The requisitionists shall be compensated by the Company for any reasonable expenses incurred by the requisitionists by reason of failure by the Board of Directors to duly convene a meeting, and any sum so compensated shall be set-off against sums owed by the Company to the defaulting directors.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 100	The Board of Supervisors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting, and shall make such proposal to the Board of Directors in writing. The Board of Directors shall, in accordance with the laws, administrative regulations and these Articles of Association, give a written response on whether such proposal is consented to within ten (10) days from the date of receipt of such proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall give notice on convening the general meeting within five (5) days from making the Board resolution. For any change to the original proposal stated in the notice, it shall obtain the consent of the Board of Supervisors. If the Board of Directors does not agree to convene an extraordinary general meeting or fails to give a response within ten (10) days from the date of receipt of such proposal, it shall be deemed that the Board of Directors is unable or fails to perform the duty of convening the general meetings, and the Board of Supervisors may convene and preside over the general meeting by itself.	Article 88	**If** ~~T~~**t**he ~~Board of Supervisors~~ **audit committee** ~~shall have the right to~~ propose**s** to the Board of Directors to convene an extraordinary general meeting, **it** ~~and~~ shall make such proposal to the Board of Directors in writing. The Board of Directors shall, in accordance with the laws, administrative regulations and these Articles of Association, give a written response on whether such proposal is consented to within ten (10) days from the date of receipt of such proposal. If the Board of Directors agrees to convene an extraordinary ~~general~~ **shareholders'** meeting, it shall give notice on convening the **extraordinary** ~~general~~ **shareholders'** meeting within five (5) days from making the Board resolution. For any change to the original proposal stated in the notice, it shall obtain the consent of the ~~Board of Supervisors~~ **audit committee**. If the Board of Directors does not agree to convene an extraordinary ~~general~~ **shareholders'** meeting or fails to give a response within ten (10) days from the date of receipt of such proposal, it shall be deemed that the Board of Directors is unable or fails to perform the duty of convening the **extraordinary** ~~general~~ **shareholders'** meetings, and the ~~Board of Supervisors~~ **audit committee** may convene and preside over the ~~general~~ **shareholders'** meeting by itself.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 101	If the Board of Supervisors or shareholders decide to convene the shareholders' general meeting on their own initiative, they shall notify the Board of Directors in writing and file the notice of meeting with the branch of the securities regulatory authority of the State Council and the stock exchanges at the place where the Company is located for records. The shareholder(s) entitled to convening the shareholders' general meeting shall hold no less than 10% of shares in the Company immediately before the resolution of such meeting is announced. The shareholders convening the shareholders' general meeting shall at the time when a notice of the shareholders' general meeting is sent and the resolution of the shareholders' general meeting is announced, submit relevant supporting documents to the branch of the securities regulatory authority of the State Council and the stock exchanges at the place where the Company is located.	Article 89	If the ~~Board of Supervisors~~ **audit committee** or shareholders decide to convene the shareholders' ~~general~~ meeting on their own initiative, they shall notify the Board of Directors in writing and file the notice of meeting with ~~the branch of the securities regulatory authority of the State Council and~~ the stock exchanges ~~at the place where the Company is located~~ for records. The shareholder(s) entitled to convening the shareholders' ~~general~~ meeting shall hold no less than 10% of shares in the Company immediately before the resolution of such meeting is announced. The **audit committee or** shareholders convening the shareholders' ~~general~~ meeting shall at the time when a notice of the shareholders' ~~general~~ meeting is sent and the resolution of the shareholders' ~~general~~ meeting is announced, submit relevant supporting documents to ~~the branch of the securities regulatory authority of the State Council and~~ the stock exchanges ~~at the place where the Company is located~~.
Article 102	With regard to the shareholders' general meeting convened by the Board of Supervisors or shareholders on their own initiative, the Board of Directors and the secretary to the Board of Directors shall provide assistance. The Board of Directors shall provide the register of members as of the record date for the general meeting.	Article 90	With regard to the shareholders' ~~general~~ meeting convened by the ~~Board of Supervisors~~ **audit committee** or shareholders on their own initiative, the Board of Directors and the secretary to the Board of Directors shall provide assistance. The Board of Directors shall provide the register of members as of the record date for the **shareholders'** ~~general~~ meeting.
Article 103	The Company shall bear costs and expenses necessary for the shareholders' general meetings, which are convened by the Board of Supervisors or shareholders on their own initiative.	Article 91	The Company shall bear costs and expenses necessary for the shareholders' ~~general~~ meetings, which are convened by the ~~Board of Supervisors~~ **audit committee** or shareholders on their own initiative.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 104	The Board of Directors shall convene and the Chairman of the Board of Directors shall chair the shareholders' general meetings. If the Chairman is unable to attend the meeting for any reason, the vice chairman of the Board of Directors (if appointed by the Company) shall chair the meeting. If the vice chairman of the Board of Directors is not appointed by the Company or is unable or fails to perform his duties, the shareholders' general meeting shall be presided over by a director jointly elected by more than half of the directors. The shareholders' general meeting convened by the Board of Supervisors on its own initiative shall be presided over and chaired by the chairman of the Board of Supervisors. If the chairman of the Board of Supervisors is unable or fails to perform his duties, the shareholders' general meeting shall be presided over by a supervisor jointly elected by more than half of the supervisors. The shareholders' general meeting convened by shareholders on their own initiative shall be presided over by the representative elected by the convenor. If the chairman of the shareholders' general meeting breaches the procedural rules so that the shareholders' general meeting cannot continue, subject to consents of a majority of shareholders with voting rights physically attending the shareholders' general meeting, the shareholders' general meeting may elect a person to act as the chairman of the meeting to continue the meeting.	Article 92	The Board of Directors shall convene and the Chairman of the Board of Directors shall chair the shareholders' ~~general~~ meetings. If the Chairman is unable ~~to attend the meeting~~ **or fails to perform his duties** ~~for any reason~~, the vice chairman of the Board of Directors (if appointed by the Company) shall chair the meeting. If the vice chairman of the Board of Directors is not appointed by the Company or is unable or fails to perform his duties, the shareholders' ~~general~~ meeting shall be presided over by a director jointly elected by ~~more than half~~ **a majority** of the directors. The shareholders' ~~general~~ meeting convened by the ~~Board of Supervisors~~ **audit committee** on its own initiative shall be presided over and chaired by the chairman of the ~~Board of Supervisors~~ **audit committee**. If the chairman of the ~~Board of Supervisors~~ **audit committee** is unable or fails to perform his duties, the shareholders' ~~general~~ meeting shall be presided over by a ~~supervisor~~ **member of the audit committee as** jointly elected by ~~more than half~~ **a majority of members** of the ~~supervisors~~ **audit committee**. The shareholders' ~~general~~ meeting convened by shareholders on their own initiative shall be presided over by **the convenor or** the representative elected by **him/her**~~the convenor~~. If the chairman of the shareholders' ~~general~~ meeting breaches the procedural rules so that the shareholders' ~~general~~ meeting cannot continue, subject to consents of a majority of shareholders with voting rights ~~physically~~ attending the shareholders' ~~general~~ meeting, the shareholders' ~~general~~ meeting may elect a person to act as the chairman of the meeting to continue the meeting.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 106	Shareholders attending the shareholders' general meeting shall vote for or against or abstain from voting on any proposal submitted for voting (for shareholders holding H Shares, abstention may not apply), except for the declaration made by a securities registration and clearing institution as the nominal holder of stocks under the stock connect mechanism between the mainland China and Hong Kong stock markets according to the actual holders' intentions. ……	Article 94	Shareholders attending the shareholders' ~~general~~ meeting shall vote for or against or abstain from voting on any proposal submitted for voting (for shareholders holding H Shares, abstention may not apply), except for the declaration made by a securities registration and clearing institution as the nominal holder of stocks under the stock connect mechanism between the mainland China and Hong Kong stock markets according to the actual holders' intentions. ……
Article 107	Before voting on the proposals at the shareholders' general meeting, two (2) representatives of the shareholders shall be nominated to participate in the vote counting and scrutinizing. If any shareholder has interest in the matters to be considered, the relevant shareholder and its proxy shall not participate in the vote counting and scrutinizing. When votes are being cast on proposals at the shareholders' general meeting, lawyers, representatives of the shareholders and the representative of supervisors shall be jointly responsible for scrutinizing and counting votes and shall announce the voting results at the meeting. The voting results in connection with the resolutions shall be recorded in the meeting minutes. ……	Article 95	Before voting on the proposals at the shareholders' ~~general~~ meeting, two (2) representatives of the shareholders shall be nominated to participate in the vote counting and scrutinizing. If any shareholder has ~~interest~~ **connected relationship** in the matters to be considered, the relevant shareholder and its proxy shall not participate in the vote counting and scrutinizing. When votes are being cast on proposals at the shareholders' ~~general~~ meeting, lawyers~~,~~ **and** the representatives of the shareholders ~~and the representative of supervisors~~ shall be jointly responsible for scrutinizing and counting votes and shall announce the voting results at the meeting. The voting results in connection with the resolutions shall be recorded in the meeting minutes. ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 108	The onsite shareholders' general meeting shall not end earlier than the meeting held online or by any other means. The chairman of the meeting shall announce details of voting in connection with each proposal, the voting result and whether the proposal is passed in accordance with the voting results. The Company, vote counting officers, scrutineers, substantial shareholders, internet service providers and other relevant parties shall be obliged to keep confidential details of voting.	Article 96	The onsite shareholders' ~~general~~ meeting shall not end earlier than the meeting held online or by any other means. The chairman of the meeting shall announce details of voting in connection with each proposal, the voting result and whether the proposal is passed in accordance with the voting results. The Company, vote counting officers, scrutineers, ~~substantial~~ shareholders, internet service providers and other relevant parties shall be obliged to keep confidential details of voting.
Article 109	The resolutions of the shareholders' general meeting shall be announced promptly. Such announcement shall specify the number of shareholders present in person or by proxy at the meeting, the total number of voting shares held or represented by them, the percentage of such voting shares in relation to all the voting shares of the Company, the voting methods, the voting result of each proposal, and details of each resolution that are passed at the meeting. The Company shall report the details of resolutions to the CBIRC within thirty (30) days after the passing of such resolutions at the shareholders' general meeting.	Article 97	The resolutions of the shareholders' ~~general~~ meeting shall be announced promptly. Such announcement shall specify the number of shareholders present in person or by proxy at the meeting, the total number of voting shares held or represented by them, the percentage of such voting shares in relation to all the voting shares of the Company, the voting methods, the voting result of each proposal, and details of each resolution that are passed at the meeting. ~~The Company shall report the details of resolutions to the CBIRC within thirty (30) days after the passing of such resolutions at the shareholders' general meeting.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 110	If the proposal on election of new directors and supervisors for a new session is adopted at the shareholders' general meeting, directors and supervisors for the new session shall take the office after the resolution of such shareholders' general meeting is made. If the employee representatives of the Board of Directors (the "Employee Directors") or the employee representatives of the Board of Supervisors (the "Employee Supervisors") for a new session are elected democratically at a date earlier than the date of establishment of the Board of Directors or the Board of Supervisors for the new session respectively, such Employee Directors or Employee Supervisors shall take the office at the date of establishment of the Board of Directors or the Board of Supervisors for the new session; in the event that such democratic election is made later than the date of establishment of the Board of Directors or the Board of Supervisors for the new session, such Employee Directors or Employee Supervisors shall take the office at the date of democratic election. The qualification of the Company's directors and supervisors shall be approved by the CBIRC.	Article 98	If the proposal on election of new directors ~~and supervisors~~ for a new session is adopted at the shareholders' ~~general~~ meeting, directors ~~and supervisors~~ for the new session shall take the office after the resolution of such shareholders' ~~general~~ meeting is made. If the employee representatives of the Board of Directors (the "Employee Directors") ~~or the employee representatives of the Board of Supervisors (the "Employee Supervisors")~~ for a new session are elected democratically at a date earlier than the date of establishment of the Board of Directors ~~or the Board of Supervisors for the new session respectively~~, such Employee Directors ~~or Employee Supervisors~~ shall take the office at the date of establishment of the Board of Directors ~~or the Board of Supervisors~~ for the new session; in the event that such democratic election is made later than the date of establishment of the Board of Directors ~~or the Board of Supervisors~~ for the new session, such Employee Directors ~~or Employee Supervisors~~ shall take the office at the date of democratic election. The qualification of the Company's directors ~~and supervisors~~ shall be approved by the ~~CBIRC~~ **insurance regulatory authority under the State Council**.
Article 111	If any proposal for a cash dividend, share allocation, or conversion from capital reserves to share capital is adopted at the shareholders' general meeting, the Company shall implement detailed plans within two (2) months after the end of the shareholders' general meeting.	Article 99	If any proposal for a cash dividend, share allocation, or conversion from capital reserves to share capital is adopted at the shareholders' ~~general~~ meeting, the Company shall implement detailed plans within two (2) months after the end of the shareholders' ~~general~~ meeting.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 112	The chairman of the meeting shall be responsible for determining whether a resolution has been passed. The decision shall be final and conclusive and shall be announced at the meeting and recorded in the minute books.	—	(Deleted this Article)
Article 113	If any proposal is not adopted, or the current shareholders' general meeting amends the resolution of the last shareholders' general meeting, special indication thereof shall be given in the announcement of the resolutions of the shareholders' general meeting.	Article 100	If any proposal is not adopted, or the current shareholders' ~~general~~ meeting amends the resolution of the last shareholders' ~~general~~ meeting, special indication thereof shall be given in the announcement of the resolutions of the shareholders' ~~general~~ meeting.
Article 115	If votes are counted at a shareholders' general meeting, the result of the count shall be recorded in the minute books.	Article 102	If votes are counted at a shareholders ~~general~~ meeting, the result of the count shall be recorded in the minute**s of the meeting** ~~books~~.
Article 116	Minutes shall be taken for matters deliberated at the shareholders' general meeting. The minutes shall be taken by the secretary to the meeting and signed by the chairman of the meeting and directors attending the meeting. ……	Article 103	Minutes shall be taken for matters deliberated at the shareholders' ~~general~~ meeting. The minutes shall be taken by the secretary to the meeting and signed by the chairman of the meeting and the directors**, secretary to the Board of Directors, convenor or their representatives** attending the meeting **or present at the meeting as non-voting attendees**. ……
Article 117	Copies of the minutes of proceedings of any shareholders' meeting shall, during business hours of the Company, be open for inspection by any shareholder without charge. If a shareholder requests a copy of such minutes from the Company, the Company shall send a copy of such minutes to him within seven (7) days after receipt of reasonable fees therefor.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 118	The Company shall formulate the procedural rules of the shareholders' general meeting which shall set out in detail the procedures of convention and voting in respect of the shareholders' general meeting (including notices, registration, consideration and approval for proposals, voting, vote counting, announcement on voting results, the resolution making process, meeting minutes and signing, announcements and other matters) and the principles of authorization granted to the Board of Directors at the shareholders' general meeting. The scope of authorization shall be specified in details. The procedural rules of the shareholders' general meeting shall be prepared by the Board of Directors, approved at the shareholders' general meeting and attached to the Company's Articles of Association as an appendix.	Article 104	The Company shall formulate the procedural rules of the shareholders' ~~general~~ meeting which shall set out in detail the procedures of **holding,** convention and voting in respect of the shareholders' ~~general~~ meeting (including notices, registration, consideration and approval for proposals, voting, vote counting, announcement on voting results, the resolution making process, meeting minutes and signing, announcements and other matters) and the principles of authorization granted to the Board of Directors at the shareholders' ~~general~~ meeting. The scope of authorization shall be specified in details. The procedural rules of the shareholders' ~~general~~ meeting shall be ~~prepared~~ **formulated** by the Board of Directors, approved at the shareholders' ~~general~~ meeting and attached to the Company's Articles of Association as an appendix.
Article 119	At the time of the shareholders' general meeting, the Company shall engage a lawyer to issue and make public a legal opinion on the following matters: (1) whether the convention and holding of the shareholders' general meeting comply with laws, administrative regulations and these Articles of Association; (2) whether the qualifications of the attendees and the convenor are lawful and valid; (3) whether the voting procedures and results at the shareholders' general meeting are lawful and valid; and (4) the legal opinion issued at the request of the Company in respect of other relevant matters.	Article 105	At the time of the shareholders' ~~general~~ meeting, the Company shall engage a lawyer to issue and make public a legal opinion on the following matters: (1) whether the convention and holding of the shareholders' ~~general~~ meeting comply with **the requirements of** laws, administrative regulations and these Articles of Association; (2) whether the qualifications of the attendees and the convenor are lawful and valid; (3) whether the voting procedures and results at the shareholders' ~~general~~ meeting are lawful and valid; and (4) the legal opinion issued at the request of the Company in respect of other relevant matters.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Chapter 10	Special Procedures for Voting by Shareholders of Different Classes	—	Consolidated to Chapter 5
Article 120	Those shareholders who hold different classes of shares are class shareholders. Class shareholders shall enjoy rights and assume obligations in accordance with laws, administrative regulations and the Company's Articles of Association.	Article 106	Those shareholders who hold different classes of shares are class shareholders. Class shareholders shall enjoy rights and assume obligations in accordance with laws, administrative regulations and the Company's Articles of Association.
Article 121	Rights conferred on any class of shareholders may not be varied or abrogated unless with the approval of shareholders by way of special resolution in a general meeting, and by holders of shares of the affected class at a separate general meeting conducted in accordance with Articles 123 to 127.	Article 107	Rights conferred on any class of shareholders may not be varied or abrogated unless with the approval of shareholders by way of special resolution in a **shareholders'** ~~general~~ meeting, and by holders of shares of the affected class at a separate **shareholders'** ~~general~~ meeting conducted in accordance with Articles 1~~23~~**09** to 1~~27~~**13**.
Article 123	Shareholders of the affected class, whether or not otherwise having the right to vote at shareholders' general meetings, shall have the right to vote at class meetings in respect of matters concerning sub-paragraphs (2) to (8), (11) and (12) of Article 122, but interested shareholder(s) shall not be entitled to vote at such class meetings.	Article 109	Shareholders of the affected class, whether or not otherwise having the right to vote at shareholders' ~~general~~ meetings, shall have the right to vote at class meetings in respect of matters concerning sub-paragraphs (2) to (8), (11) and (12) of Article 1~~22~~**08**, but interested shareholder(s) shall not be entitled to vote at such class meetings.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	An "interested shareholders", as such term is used in the preceding paragraph, means: (1) in the case of a repurchase of shares by way of a general offer to all shareholders of the Company or by way of public dealing on a stock exchange pursuant to Article 27 of the Company's Articles of Association, a controlling shareholder within the meaning of Article 61 of these Articles of Association; (2) in the case of a repurchase of shares by an off-market agreement pursuant to Article 27 of the Company's Articles of Association, a holder of the shares to which the proposed agreement relates; (3) in the case of a restructuring of the Company, a shareholder who assumes a relatively lower proportion of obligation than the obligations imposed on shareholders of that class under the proposed restructuring or who has an interest in the proposed restructuring different from the general interests of the shareholders of that class.		~~An "interested shareholders", as such term is used in the preceding paragraph, means:~~ ~~(1) in the case of a repurchase of shares by way of a general offer to all shareholders of the Company or by way of public dealing on a stock exchange pursuant to Article 27 of the Company's Articles of Association, a controlling shareholder within the meaning of Article 61 of these Articles of Association;~~ ~~(2) in the case of a repurchase of shares by an off-market agreement pursuant to Article 27 of the Company's Articles of Association, a holder of the shares to which the proposed agreement relates;~~ ~~(3) in the case of a restructuring of the Company, a shareholder who assumes a relatively lower proportion of obligation than the obligations imposed on shareholders of that class under the proposed restructuring or who has an interest in the proposed restructuring different from the general interests of the shareholders of that class.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 124	A resolution by a class shareholders' meeting shall be passed by affirmative votes representing more than two-thirds of the voting rights of shareholders of that class presented at the relevant meeting who, according to Article 123, are entitled to vote thereat.	Article 110	A resolution by a class shareholders' meeting shall be passed by affirmative votes representing more than two-thirds of the voting ~~rights~~ **shares** of shareholders of that class presented at the relevant meeting who, according to Article 1~~23~~**09**, are entitled to vote thereat.
Article 125	When the Company convenes a class meeting, written notice of the meeting shall be given pursuant to the notice period requirement for convening a shareholders' general meeting under these Articles of Association to notify all shareholders who are registered as holders of that class in the register of shareholders of the matters to be considered and the date and place of the class meeting.	Article 111	When the Company convenes a class meeting, written notice of the meeting shall be given pursuant to the notice period requirement for convening a shareholders' ~~general~~ meeting under these Articles of Association to notify all shareholders who are registered as holders of that class in the register of shareholders of the matters to be considered and the date and place of the class meeting.
Article 126	…… Class meetings shall be conducted in a manner which is as similar as possible to that of shareholders' general meetings. The provisions of the Company's Articles of Association relating to the procedures for holding shareholders' general meetings shall apply to class meetings.	Article 112	…… Class meetings shall be conducted in a manner which is as similar as possible to that of shareholders' ~~general~~ meetings. The provisions of the Company's Articles of Association relating to the procedures for holding shareholders' ~~general~~ meetings **(including those concerning the proposal by shareholders or the audit committee to convene extraordinary shareholders' meetings)** shall apply to class meetings.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 127	Apart from the holders of other classes of shares, the holders of the Domestic-Invested Shares and holders of Overseas-Listed Foreign-Invested Shares shall be deemed to be holders of different classes of shares. The special procedures for voting by shareholders of different classes shall not apply in the following circumstances: (1) where the Company issues, upon the approval by a special resolution of its shareholders in a general meeting, either separately or concurrently, Domestic-Invested Shares and Overseas-Listed Foreign-Invested Shares every twelve (12) months, and the number of the Domestic-Invested Shares and the Overseas-Listed Foreign-Invested Shares intended to be issued does not exceed 20% of the issued and outstanding shares of the respective classes; (2) where the Company's plan to issue Domestic-Invested Shares and Overseas-Listed Foreign-Invested Shares at the time of its establishment is carried out within fifteen (15) months from the date of approval of the securities authority of the State Council.	Article 113	Apart from the holders of other classes of shares, the holders of the Domestic-Invested Shares and holders of Overseas-Listed Foreign-Invested Shares shall be deemed to be holders of different classes of shares. The special procedures for voting by shareholders of different classes shall not apply in the following circumstances: (1) where the Company issues, upon the approval by a special resolution of its shareholders in a **shareholders'** ~~general~~ meeting, either separately or concurrently, Domestic-Invested Shares and Overseas-Listed Foreign-Invested Shares every twelve (12) months, and the number of the Domestic-Invested Shares and the Overseas-Listed Foreign-Invested Shares intended to be issued does not exceed 20% of the issued and outstanding shares of the respective classes; (2) where the Company's plan to issue Domestic-Invested Shares and Overseas-Listed Foreign-Invested Shares at the time of its establishment is carried out within fifteen (15) months from the date of approval of the securities authority of the State Council.
Chapter 11	Board of Directors	Chapter 6	Board of Directors Section 1 General Provisions of the Board of Directors Section 2 Independent Directors Section 3 Specialized Committees of the Board of Directors Section 4 Secretary to the Board of Directors

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 128	The Board of Directors shall consist of twelve (12) directors, including four (4) executive directors, four (4) non-executive directors and four (4) independent directors. It shall have one (1) Chairman, and may have one (1) Vice Chairman.	Article 114	The Board of Directors shall consist of twelve (12) directors, including four (4) executive directors, ~~four (4)~~**seven (7)** non-executive directors (**including** ~~and~~ four (4) independent directors) **and one (1) employee director**. It shall have one (1) Chairman, and may have one (1) Vice Chairman.
Article 129	Directors who are not employee representatives shall be elected at the shareholders' general meeting, and employee directors shall be elected at the employee representative meeting by the Company's employees or by other democratic means. A director's term shall be three (3) years and is renewable by re-election upon expiry of the term. A written notice of the intention to nominate a person for election as a director and a written notice by that person of his/her willingness to be nominated shall be delivered to the Company seven (7) days before the date of the shareholders' general meeting.	Article 115	Directors who are not employee representatives shall be elected at the shareholders' ~~general~~ meeting, and employee directors shall be elected at the employee representative meeting by the Company's employees or by other democratic means. A director's term shall be three (3) years and is renewable by re-election upon expiry of the term. **Shareholders individually or jointly holding more than 3% of the total voting shares of the Company, as well as the nomination and remuneration committee of the Board of Directors, shall have the right to propose candidates for non-independent directors. Unless otherwise stipulated by national laws, regulations, or regulatory standards, the directors nominated by the same shareholder and his/her connected parties shall, in principle, not exceed one-third of the total number of Board members. The nomination and remuneration committee of the Board of Directors shall exercise its right to nominate directors independently and prudently, without being affected by shareholders.** A written notice of the intention to nominate a person for election as a director and a written notice by that person of his/her willingness to be nominated shall be delivered to the Company seven (7) days before the date of the shareholders' ~~general~~ meeting.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	A director's term of office shall commence from the date when the resolution of shareholders' general meeting is adopted and the qualification of such director is approved by the CBIRC and end upon expiry of the term of current session of the Board of Directors. After expiry of a director's term of office but before a new director is elected and takes office, the retiring director shall continue to perform his/her duty as a director pursuant to laws, administrative regulations, departmental rules and these Articles of Association. The president, vice president and other senior management officers may concurrently serve as directors, provided that the total number of directors who concurrently serve as the president, vice president, other senior management officers and the total number of directors who are served by employee representatives shall not exceed half of the total number of directors of the Company. ……		A director's term of office shall commence from the date when the resolution of shareholders' ~~general~~ meeting is adopted and the qualification of such director is approved by the ~~CBIRC~~ **insurance regulatory authority under the State Council** and end upon expiry of the term of current session of the Board of Directors. After expiry of a director's term of office but before a new director is elected and takes office, the retiring director shall continue to perform his/her duty as a director pursuant to laws, administrative regulations, departmental rules and these Articles of Association. The president, vice president and other senior management officers may concurrently serve as directors, provided that the total number of directors who concurrently serve as the president, vice president, other senior management officers and the total number of directors who are served by employee representatives shall not exceed half of the total number of directors of the Company. ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Subject to compliance with relevant laws and administrative regulations, the shareholders' general meeting may by ordinary resolution change any director who is not employee representative before the expiration of his/her term of office (however, the director's right to make claims pursuant to any contract shall not be affected thereby). …… Directors of the Company who are natural persons shall have good conduct and reputation, possess the expertise and working experience commensurate with their duties and responsibilities, and satisfy the requirements specified by laws and regulations and the CBIRC. Any election or appointment of a director in violation of this Article shall be deemed as null and void. If the directors fail to meet the qualifications or conditions as specified by laws, regulations and regulatory requirements during their term of office, the Company shall dismiss them from their positions.		Subject to compliance with relevant laws**,** ~~and~~ administrative regulations **and regulatory requirements**, the shareholders' ~~general~~ meeting may by ordinary resolution change any director who is not employee representative before the expiration of his/her term of office (however, the director's right to make claims pursuant to any contract shall not be affected thereby). …… Directors of the Company who are natural persons shall have good conduct and reputation, possess the expertise and working experience commensurate with their duties and responsibilities, and satisfy the requirements specified by laws and regulations and the ~~CBIRC~~ **insurance regulatory authority under the State Council.** Any election or appointment of a director in violation of this Article shall be deemed as null and void. If the directors fail to meet the qualifications or conditions as specified by laws, regulations and regulatory requirements during their term of office, the Company shall dismiss them from their positions.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 130	A director may resign before expiry of his/her term of office, subject to submission of a written resignation report to the Board of Directors. The Board of Directors will disclose relevant information within two (2) days thereafter. If the number of the Company's directors is less than the quorum required by law due to a director's resignation, such resigning director shall continue to perform his/her duty as a director pursuant to laws, administrative regulations, departmental rules and these Articles of Association until a new director is elected and takes office. Except for the case mentioned in the preceding paragraph, resignation of directors shall take effect immediately upon the Board of Directors' receipt of the written resignation report.	Article 116	A director may resign before expiry of his/her term of office, subject to submission of a written resignation report to the ~~Board of Directors~~ **Company**. The ~~Board of Directors~~ **Company** will disclose relevant information within two (2) **trading** days thereafter. If the number of the Company's directors is less than the ~~quorum~~ **minimum number of directors** required by **the Company L**~~l~~aw **or two-thirds of the number of directors specified in the Company's Articles of Association** due to a director's resignation, such resigning director shall continue to perform his/her duty as a director pursuant to laws, administrative regulations, departmental rules and these Articles of Association until a new director is elected and takes office. **When the Company is carrying out disposal actions for major risks, the director shall not resign without the approval of the regulatory authority.** Except for the case mentioned in the preceding paragraph, resignation of directors shall take effect immediately upon the Board of Directors' receipt of the written resignation report.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Upon the effectiveness of a director's resignation or the expiration of his/her term, he/she shall duly complete all handover procedures with the Board of Directors. His/her duty of loyalty to the Company and shareholders shall not be released and shall remain effective for five (5) years after the expiry of his/her term.		**The Company shall manage the resignation of directors, clearly specifying safeguard measures to hold departing directors accountable for unfulfilled public commitments and other outstanding matters, including but not limited to withholding or reclaiming remuneration and asserting claims for economic compensation.** Upon the effectiveness of a director's resignation or the expiration of his/her term, he/she shall duly complete all handover procedures with the Board of Directors. His/her duty of loyalty to the Company and shareholders shall not be released and shall remain effective for five (5) years after the expiry of their term. **The responsibilities a director should bear during his/her tenure due to the performance of his/her duties shall not be exempted or terminated due to his/her resignation.** **Where the number of directors on the Board of Directors falls below the minimum number of directors required by the Company Law or required for voting by the Board of Directors due to the removal or death of a director, resignation of an independent director owing to loss of independence, or other situations where the director is not able to perform his/her duties, the powers and functions of the Board of Directors shall be exercised by the shareholders' meeting until the number of directors on the Board of Directors meets the requirements.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 132	If a director violates laws, administrative regulations, department rules or these Articles of Association when performing his/her duties in the Company, thereby causing losses to the Company, such director shall be liable for compensation.	Article 118	**Directors shall perform the following duties or obligations:** **(1) pay continuous attention to the Company's business operation and management, and have the right to require the senior management to provide comprehensive, timely and accurate information on the Company's operation and management, or give explanations on relevant issues;** **(2) attend the meetings of the Board of Directors on time, sufficiently examine the matters considered by the Board of Directors, give opinions independently, professionally and objectively, and vote independently on the basis of prudential judgment;** **(3) assume responsibility for the resolutions of the Board of Directors;** **(4) supervise the implementation of the resolutions of the shareholders' meeting and the Board of Directors by the senior management;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(5) actively participate in training organized by the Company and regulatory authorities, understand the rights and obligations of directors, familiarize with relevant laws, regulations, and regulatory provisions, and continue to have the professional knowledge and capabilities required to perform duties; **(6) when performing duties, be responsible to the Company and all shareholders, and treat all of the shareholders fairly;** **(7) comply with a code of professional ethics that sets high standards, and take into account the lawful rights and interests of stakeholders;** **(8) have an obligation of loyalty and diligence to the Company, perform duties dutifully and prudentially, and ensure sufficient time and energy to perform duties; and** **(9) comply with laws, regulations, and these Articles of Association.** **Where a director causes damage to others during the performance of his/her duties, the Company shall be liable for compensation; where a director acts with intentional or gross negligence, he/she shall also be liable for compensation.** If a director violates laws, administrative regulations, department rules or these Articles of Association ~~when~~ **in** performing his/her duties ~~in the Company~~, thereby causing losses to the Company, such director shall be liable for compensation.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 133	An independent director means a director who does not have any function in the Company other than being a director and has no relationship with the Company and its controlling shareholder or actual controller which may prejudice such director's independent and objective judgments on the Company's affairs.	Article 133	An independent director means a director who does not have any function in the Company other than being a director and has no **direct or indirect interest**~~relationship~~ with the Company and its ~~controlling~~**substantial** shareholder or actual controller**, or other** relationship **with them** which may prejudice **his/her ability to make** ~~such director's~~ independent and objective judgments ~~on the Company's affairs~~.
Article 134	An independent director shall have high professional competence and reputation, and shall also meet the qualification requirements for serving as an independent director of a listed insurance company as specified by laws, administrative regulations and regulatory requirements.	Article 134	An independent director shall have high professional competence and reputation, and shall also meet the qualification requirements for serving as an independent director of a listed insurance company as specified by laws, administrative regulations and regulatory requirements. **Independent directors should ensure that they have sufficient time and energy to effectively perform their duties, and may serve as independent directors in no more than five (5) domestic and foreign enterprises (with no more than three (3) domestic listed companies in principle).** **If independent directors also serve as independent directors in other banking or insurance institutions, there should be no connected relationships or conflicts of interest between those institutions and the Company.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 135	Any of the following persons shall not serve as an independent director of the Company: (1) person who has worked in a shareholder entity holding more than 5% of shares of the Company or in any of the top ten (10) shareholder entities of the Company in the past three (3) years, and such person's close relatives; (2) a person who has worked in the Company or any enterprises actually controlled by the Company in the past three (3) years, and such person's close relatives;	Article 135	Any of the following persons shall not serve as an independent director of the Company: (1) a person who has worked in a shareholder entity holding more than 5% of shares of the Company or in any of the top ten (10) shareholders entities of the Company in the past three (3) years, and such person's close relatives; **The term "shareholder entity" in this item includes the shareholder's successive controlling shareholders traced back through each level, their connected parties, persons acting in concert, and affiliates of such shareholder.** (2) a person who has worked in the Company or any enterprises actually controlled by the Company in the past three (3) years, and such person's close relatives;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(3) a person who has provided the Company with legal, audit, actuarial or management consulting services in the past two (2) years; (4) a person serving as a partner, controlling shareholder or senior management officer of any banking, legal, consulting, or audit institutions which have business relationship with the Company in the past two (2) years; or (5) other person whose independent judgment, in the opinion of regulatory authorities, may be compromised.		(3) a person who has provided ~~the Company with~~ **professional services (such as financial,** legal, **consulting, sponsorship,** audit~~,~~ **or** actuarial ~~or management consulting~~ services**) to the Company, its controlling shareholders, actual controllers, or their respective affiliates** in the past two (2) years**, including but not limited to all personnel involved in providing services from intermediaries engaged in offering professional services, reviewers at all levels, signatories on reports, partners, directors, senior management officers, key persons in charge, and controlling shareholders**; **(4) a person serving as an independent director at insurance institutions engaged in similar business operations as the Company;** ~~(4) a person serving as a partner, controlling shareholder or senior management officer of any banking, legal, consulting, or audit institutions which have business relationship with the Company in the past two (2) years; or~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(5) a person who has, directly or indirectly, held more than 1% of the issued shares of the Company in the past year, or is an individual shareholder among the Company's top ten shareholders, and such person's immediate family members. Immediate family members include spouses, parents, and children, etc; **(6) a person who has had significant business dealings with the Company, its controlling shareholder, actual controller, or their respective affiliates in the past year, or who is employed by an entity with significant business dealings with the Company or by the entity of the controlling shareholder or actual controller; or** (~~5~~**7**) other person**s identified by laws, regulations, regulatory requirements, listing rules of the place where the Company's shares are listed, the Company's Articles of Association, and** ~~whose independent judgment~~, ~~in the opinion of~~ regulatory authorities **that their ability to make independent judgment**~~,~~ may be compromised.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 136	The Board of Directors, the nomination and remuneration committee of the Board of Directors, the Board of Supervisors or any shareholder(s) individually or jointly holding more than 3% of the issued shares of the Company may nominate candidates for independent directors, who shall be subject to the election of the shareholders' general meeting. At least one-third of members of the Board of Directors of the Company shall be independent directors, including at least one (1) accounting professional.	Article 136	The Board of Directors, the nomination and remuneration committee of the Board of Directors~~, the Board of Supervisors~~ or any shareholder(s) individually or jointly holding more than ~~3~~**1**% of the issued shares of the Company may nominate candidates for independent directors, who shall be subject to the election of the shareholders' ~~general~~ meeting. **Shareholders who have already nominated non-independent directors, and their connected parties shall not nominate independent directors.** **The nominators mentioned in the preceding paragraph shall not nominate persons who have an interest with them or persons closely related to them who may have other circumstances affecting the ability of such persons to perform duties independently as candidates for independent directors.** At least one-third of members of the Board of Directors of the Company shall be independent directors, including at least one (1) accounting professional.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 137	The term of office of independent directors is the same as that of other directors of the Company, and may be renewed upon re-election when it expires, provided that an independent director shall not serve for more than six (6) consecutive years. An independent director shall not be removed before the expiry of his/her term of office without a justifiable cause. If any independent director is removed prior to the expiration date, the Company shall disclose such removal as a special disclosure matter.	Article 137	The term of office of independent directors is the same as that of other directors of the Company, and may be renewed upon re-election when it expires, provided that **the cumulative period of service for** an independent director **with the Company** shall not ~~serve for more than~~exceed six (6) ~~consecutive~~ years. An independent director **may,** before the expiry of his/her term of office,~~ shall not~~ be removed **by the Company from his/her office in accordance with statutory procedures**~~before the expiry of his term of office without a justifiable cause~~. If any independent director is removed **from his/her office before the end of his/her term**~~prior to the expiration date~~, the Company shall **promptly** disclose ~~such removal as a special disclosure matter~~**the specific reasons and basis for the removal. If the independent director has any objections, the Company shall also disclose them in a timely manner**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The removal of an independent director shall be decided by a shareholders' general meeting. The Company shall notify such independent director in writing of the reasons of the removal and his/her corresponding rights at least fifteen (15) days prior to the convening of the shareholders' general meeting. A resolution on the removal of an independent director at the shareholders' general meeting shall be passed by votes representing over two-thirds of the voting rights held by the shareholders present at the meeting. The independent director shall have the right to provide an explanation and make a representation before voting.		The removal of an independent director **from his/her office** shall be decided by a shareholders' ~~general~~ meeting. The Company shall notify such independent director in writing of the reasons of the removal **from his/her office** and his/her corresponding rights at least fifteen (15) days prior to the convening of the shareholders' ~~general~~ meeting. A resolution on the removal of an independent director **from his/her office** at the shareholders' ~~general~~ meeting shall be passed by votes representing over two-thirds of the voting rights held by the shareholders present at the meeting. The independent director shall have the right to provide an explanation and make a representation before voting. **If an independent director does not meet the qualifications required by relevant laws and regulations for serving as a director of a listed company or the independence requirements for serving as an independent director, he/she shall immediately cease performing his/her duties and resign. If he/she does not tender a resignation, the Board of Directors shall, upon becoming aware or having reason to be aware of this fact, immediately terminate his/her position in accordance with relevant requirements.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 138	In addition to the powers and functions granted to directors by the Company Law and other applicable laws, regulations, regulatory requirements and these Articles of Association, an independent director shall also have the following powers and functions: (1) to review the fairness of material connected transactions (defined according to the standards issued by regulatory authority of the place where the Company is listed from time to time) of the Company, implementation of internal audit procedures and impacts on the interests of the insured. Opinions shall be provided by independent directors in writing on any problems found in the connected transactions reviewed. In addition to the circumstances where an independent financial advisor must be engaged to issue a report pursuant to the listing rules of the place where the Company is listed, if more than two (2) independent directors deem necessary, they may engage an intermediary to provide independent financial advisor report as the basis of their opinions;	Article 138	In addition to the powers and functions granted to directors by the Company Law and other applicable laws, regulations, regulatory requirements and these Articles of Association, an independent director shall also have the following **special** powers and functions: (1) to review the fairness **and compliance** of material connected transactions (defined according to the standards issued by regulatory authority of the place where the Company is listed from time to time) of the Company, implementation of internal audit procedures and impacts on the interests of the insured. Opinions shall be provided by independent directors in writing on any problems found in the connected transactions reviewed. In addition to the circumstances where an independent financial advisor must be engaged to issue a report pursuant to the listing rules of the place where the Company is listed, if more than two (2) independent directors deem necessary, they may engage an intermediary to provide independent financial advisor report as the basis of their opinions; **(2) to independently engage intermediaries to conduct audits, consultations, or verifications on specific matters of the Company;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(2) to propose to the Board to convene an extraordinary general meeting by more than half of but no less than two (2) independent directors; (3) to propose to convene a meeting of the Board of Directors by more than two (2) independent directors; (4) to independently engage external auditing firms and consultancy firms; and (5) other powers and functions as specified by laws, regulations, regulatory requirements and these Articles of Association.		(~~2~~**3**) to propose to the Board to convene an extraordinary general meeting ~~by more than half of but no less than two (2) independent directors~~ **with the consent of a majority of all independent directors**; (~~3~~**4**) to propose to convene a meeting of the Board of Directors by more than two (2) independent directors; **(5) to solicit shareholder rights publicly from shareholders according to law;** **(6) to provide independent opinions on matters that may adversely affect the interests of the Company or minority shareholders; and** ~~(4) to independently engage external auditing firms and consultancy firms; and~~ (~~5~~**7**) other powers and functions as stipulated by laws, regulations, regulatory requirements, and these Articles of Association. **The Company shall make timely disclosure of any exercise of the aforementioned special powers and functions by independent directors. If these powers and functions cannot be exercised properly, the Company shall disclose the specific circumstances and reasons therefor.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Independent directors shall provide independent opinions on the matters discussed at shareholders' general meetings and meetings of the Board of Directors in an objective and fair manner. In particular, they shall give their opinions to the Board of Directors or the shareholders' general meeting on the following matters: …… (6) other matters that may have material impacts on the rights and interests of the Company, the insured and minority shareholders; and (7) other matters as specified by laws, regulations, regulatory requirements or these Articles of Association.		Independent directors shall provide independent opinions on the matters discussed at shareholders' ~~general~~ meetings and meetings of the Board of Directors in an objective and fair manner. In particular, they shall give their opinions to the Board of Directors or the shareholders' ~~general~~ meeting on the following matters: …… **(6) appointment or dismissal of the accounting firms who conduct regular and statutory audit on the Company's financial and accounting reports;** (~~6~~**7**) other matters that may have material impacts on the **legitimate** rights and interests of the Company, ~~the insured~~**financial consumers** and minority shareholders; and (~~7~~**8**) other matters as specified by laws, regulations, regulatory requirements or these Articles of Association. **The following matters shall be submitted to the Board of Directors for consideration after approval by a majority of all independent directors of the Company:** **(1) connected transactions required to be disclosed under the provisions of the CSRC or the Shanghai Stock Exchange;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(2) plans for the Company and related parties to change or waive undertakings; **(3) decisions and measures taken by the Board of Directors of the Company in relation to acquisitions; and** **(4) other matters as stipulated by laws, administrative regulations, regulatory requirements, or these Articles of Association.**
Article 139	An independent director shall give any of the following opinions regarding the matters mentioned in preceding paragraph: consent; reservation and the reason; objection and the reason; unable to give opinion and the obstacles. Where independent directors abstain or vote against the matters described in the preceding paragraph, or consider that there are obstacles to expressing their opinions, they shall give written opinions to the Company and report to the CBIRC. Where relevant matters are required to be disclosed, the Company shall announce the opinions of the independent directors. If the independent directors fail to agree on a particular matter, the Board of Directors shall disclose the opinion of each independent director.	Article 139	An independent director shall give any of the following opinions regarding the matters mentioned in preceding ~~paragraph~~**article**: consent; reservation and the reason; objection and the reason; unable to give opinion and the obstacles. Where independent directors abstain or vote against the **relevant** matters ~~described in the preceding paragraph~~, or consider that there are obstacles to expressing their opinions, they shall give written opinions to the Company **detailing the specific reasons and basis, the legality and compliance of the matters involved in resolutions, potential risks, and the impact on the rights and interests of the Company and minority shareholders, etc.,** and **shall also** report to the ~~CBIRC~~ **insurance regulatory authority under the State Council**. ~~Where relevant matters are required to be disclosed, the Company shall announce the opinions of the independent directors. If the independent directors fail to agree on a particular matter, the Board of Directors shall disclose the opinion of each independent director.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 140	An independent director shall attend meetings of the Board of Directors as scheduled, possess knowledge of the business operations of the Company, and actively investigate and obtain the information and materials necessary for any decision-making. Independent directors shall submit an annual report of all independent directors to the Company's shareholders at the annual general meeting, providing an account of their performance of duties.	Article 140	An independent director shall attend **shareholders' meetings,** and meetings of the Board of Directors **and its specialized committees** as ~~scheduled~~**required**, possess knowledge of the business operations of the Company, and actively investigate and obtain the information and materials necessary for any decision-making. Independent directors shall submit an annual **duty** report of all independent directors to the Company's shareholders at the annual ~~general~~ **shareholders'** meeting, providing an account of their performance of duties.
Article 141	An independent director shall faithfully perform his/her duties, protect the Company's interests and, in particular, procure that no harm be made to the legitimate rights and interests of the public shareholders. An independent director shall perform his duties independently and shall not be influenced by the substantial shareholders or the actual controller of the Company, or any enterprise or individual having interested relationship with the Company, its substantial shareholders or its actual controller.	Article 141	An independent director shall ~~faithfully~~ perform his/her duties **with integrity, independence, diligence and loyalty**, **play the role of participating in decision-making, supervision and checks and balances, and provide professional advisory service in the Board of Directors,** protect the **legitimate rights and** ~~Company's~~ interests **of the Company, minority shareholders and financial consumers** and, in particular, procure that no harm be made to the legitimate rights and interests of the public shareholders. An independent director shall perform his duties independently and shall not be influenced by the ~~substantial~~ shareholders**,** ~~or the~~ actual controller **or senior management officers** of the Company, or any enterprise or individual having **significant** interested relationship with the Company, its substantial shareholders or ~~its~~ actual controller.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 142	If an independent director fails to attend three (3) consecutive meetings of the Board of Directors in person, the Board of Directors may propose the replacement of such independent director at a shareholders' general meeting. Where an independent director fails to attend two (2) meetings of the Board of Directors in person within one year, the Company shall issue to him a written reminder. Where an independent director is given two (2) reminders within a term of office, he shall not be re-elected.	—	(Deleted this Article)
Newly added	—	Article 143	**The Company shall establish a mechanism for special meetings attended exclusively by independent directors. For matters requiring consideration by the Board of Directors such as connected transactions, prior approval from the independent directors' special meeting shall be obtained.** **The Company shall convene special meetings of independent directors on a regular or irregular basis. Matters listed in items (2) to (4) in the first paragraph, and the third paragraph of Article 138 of these Articles of Association shall be considered by the special meeting of independent directors.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			The special meeting of independent directors may study and discuss other matters of the Company as necessary. The special meeting of independent directors shall be convened and presided over by an independent director jointly elected by a majority of the independent directors; in the event that the convenor does not perform or is unable to perform his/her duties, two or more independent directors may convene the special meeting on their own and elect a representative to preside over the meeting. **Minutes of special meetings of independent directors shall be prepared in accordance with relevant requirements, and the opinions of the independent directors shall be recorded in the minutes. Independent directors shall sign to confirm the minutes.** **The Company shall facilitate and support for the convening of special meetings of independent directors.**
Article 144	Any independent director may resign prior to the expiry of his term of office, subject to submission of a written resignation report to the Board of Directors explaining any information related to his resignation or any information he considers it is necessary for the shareholders and creditors of the Company to be attentive to.	Article 144	Any independent director may resign prior to the expiry of his term of office, subject to submission of a written resignation report to the Board of Directors explaining any information related to his resignation or any information he considers it is necessary for the shareholders and creditors of the Company to be attentive to.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	If the number of independent directors or members of the Board of Directors is less than the quorum provided by the law or these Articles of Association due to an independent director's resignation, such resigning independent director shall continue to perform his/her duty as an independent director pursuant to laws, administrative regulations and these Articles of Association until a new independent director is elected and takes office. The Board of Directors shall hold a shareholders' general meeting within two (2) months to elect a new independent director. If the Board of Directors fails to hold such shareholders' general meeting within the said two (2) months, the resigning independent director may cease to perform his duty.		If **the resignation of an independent director results in the proportion** ~~the number~~ of independent directors **on the Board falling below one-third, the absence of an accounting professional among the independent directors,** ~~or~~ **the number of directors** ~~members of~~ **on** the Board ~~of Directors~~ **falling below** ~~is less than~~ the quorum provided by the law or these Articles of Association**, or the proportion of independent directors on any special committee under the Board not meeting the requirements of laws or these Articles of Association**~~, due to an independent director's resignation~~, such resigning independent director shall continue to perform his/her duty as an independent director pursuant to laws, administrative regulations**, departmental rules** and these Articles of Association until a new independent director is elected and takes office**, except for the resignation or removal of independent directors due to their loss of independence or qualifications**. ~~The Board of Directors shall hold a shareholders' general meeting within two (2) months to elect a new independent director. If the Board of Directors fails to hold such shareholders' general meeting within the said two (2) months, the resigning independent director may cease to perform his duty.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 145	The Board of Directors shall be accountable to the shareholders in general meeting, and shall exercise the following functions and powers: (1) to be responsible for the convening of the shareholders' general meeting and to report on its work to the shareholders in general meetings; (2) to implement the resolutions passed by the shareholders in general meetings; (3) to determine the Company's business plans and investment proposals; (4) to formulate the Company's proposed annual financial budgets and final accounts; (5) to formulate the Company's profit distribution proposal and loss recovery proposal; (6) to formulate proposals for the increase or reduction of the Company's registered capital and for the issuance of the Company's debentures or other negotiable securities and listing;	Article 119	The Board of Directors shall be accountable to the shareholders in ~~general~~ **shareholders'** meeting, and shall exercise the following functions and powers: (1) to be responsible for the convening of the shareholders' ~~general~~ meeting and to report on its work to the shareholders in ~~general~~ **shareholders'** meetings; (2) to implement the resolutions passed by the shareholders in ~~general~~ **shareholders'** meetings; (3) to determine the Company's **annual** business plans and investment proposals; **(4) to formulate the Company's development strategy and to supervise its implementation;** (4**5**) to formulate the Company's proposed annual financial budgets and final accounts; (~~5~~**6**) to formulate the Company's **profit distribution policy,** profit distribution proposal and loss recovery proposal; (~~6~~**7**) to formulate proposals for the increase or reduction of the Company's registered capital and for the issuance of ~~the Company's debentures~~**corporate bonds** or other negotiable securities and **the** listing **of the Company**;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(7) to formulate plans for major acquisition, acquisition of shares of the Company, or merger, division, dissolution and change of the form of the Company; (8) to consider and approve, to the extent authorized by the shareholders' general meeting (except those that are not required for authorization), such matters as the management of assets and liabilities, external investments, acquisition of assets, disposal and write-off of assets, pledge of assets, entrusted wealth management and connected transactions of the Company; (9) to decide on the establishment of the Company's internal management organizations;		**(8) to formulate the Company's capital planning and capital replenishment plans, and to bear ultimate responsibility for capital or solvency management;** (~~7~~**9**) to formulate plans for major acquisition, acquisition of shares of the Company, or merger, division, **spin-off,** dissolution and change of the form of the Company; (~~8~~**10**) to consider and approve, to the extent authorized by the shareholders'~~ general~~ meeting (except those that are not required for authorization), such matters as the management of assets and liabilities, external investments, acquisition of assets, disposal and write-off of assets, pledge of assets, entrusted wealth management**,** ~~and~~ connected transactions **and external guarantees** of the Company; (~~9~~**11**) to decide on the establishment of the Company's internal management organizations;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(10) to appoint or dismiss the Company's president or secretary to the Board of Directors, and to appoint or dismiss the vice president(s) and other senior management officers (excluding the secretary to the Board of Directors) based on the nomination of the president, and to decide on their remuneration, reward and punishment; (11) to formulate the Company's basic management system, to formulate the Procedural Rules for the Shareholders' General Meetings and the Procedural Rules for the Board of Directors' Meetings, and to review the work rules of the professional committees of the Board of Directors; (12) to formulate proposals for any amendment to the Company's Articles of Association; (13) to manage the information disclosure of the Company; (14) to propose to the shareholders' general meeting for retaining or replacing the accounting firm that conduct audits for the Company; (15) to hear the work report of the Company's president and to inspect the work of the president; and		(1~~0~~2) to appoint or dismiss the Company's president**,** ~~or~~ secretary to the Board of Directors or **person in charge of audit**, and to appoint or dismiss the vice president(s) and other senior management officers (excluding the secretary to the Board of Directors **and the person in charge of audit**) based on the nomination of the president, ~~and~~ to decide on their remuneration, reward and punishment**, and to supervise the performance of duties by the senior management**; (1~~1~~3) **to evaluate and improve corporate governance on a regular basis,** to formulate the Company's basic management system, to formulate the Procedural Rules for the Shareholders' ~~General~~ Meetings and the Procedural Rules for the Board of Directors' Meetings, and to review **and approve** the work rules of the ~~professional~~ **specialized** committees of the Board of Directors; (1~~2~~4) to formulate proposals for any amendment to the Company's Articles of Association; (1~~3~~5) to ~~manage~~ **be responsible for** the information disclosure of the Company**, and to take ultimate responsibility for the truthfulness, accuracy, completeness, and timeliness of the Company's financial and accounting reports**;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(16) to exercise any other powers and functions conferred by laws, administrative regulations, departmental rules, these Articles of Association or shareholders' general meetings. Other than the Board of Directors' resolutions in respect of the matters specified in sub-paragraphs (6), (7), (8) and (12) of this Article which shall be passed by the affirmative vote of more than two-thirds of all directors, the Board of Directors' resolutions in respect of all other matters may be passed by the affirmative vote of a majority of all directors, unless otherwise provided by applicable laws, administrative regulations, departmental rules, or these Articles of Association. The said functions and powers of the Board of Directors shall be exercised by the Board of Directors collectively. The statutory functions and powers of the Board of Directors shall not, in principle, be delegated to the Chairman of the Board of Directors, directors or other individuals or entities. If it is necessary to delegate decision-making right on certain matters, such delegation shall be made legally by means approved by resolutions of the Board of Directors. Delegation shall be made on a case by case basis, and no function of the Board of Directors shall be delegated generally or permanently to other entities or individuals.		(14**6**) to propose to the shareholders' ~~general~~ meeting for retaining or ~~replacing~~ **dismissing** the accounting firm**s** that conduct **regular and statutory** audits **on** the Company**'s financial and accounting reports**; (15**7**) **to select and appoint external auditing firms to conduct audits of the Company's directors and senior management officers;** **(18)** to hear the work report of the Company's president and to inspect the work of the president; (1**9**) **to formulate the Company's risk tolerance, risk management, and internal control policies, to review the Company's risk appetite framework, and to take ultimate responsibility for enterprise-wide risk management;** **(20) to determine compliance management objectives and to take ultimate responsibility for the effectiveness of compliance management;** **(21) to safeguard the legitimate rights and interests of financial consumers and other stakeholders;** **(22) to establish mechanisms for identifying, reviewing, and managing conflicts of interest between the Company and shareholders, especially substantial shareholders;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(23) to take responsibility for managing shareholder affairs; **(24) to review the Company's remuneration system;** **(25) to review and approve any matters of the Company on data governance, and within the scope authorized by the shareholders' meeting, to decide on matters such as external donations by the Company;** **(26) to take the primary responsibility for sustainable development, including green finance, environmental, social, and governance (ESG) initiatives;** (~~16~~**27**) to exercise any other powers and functions conferred by laws, administrative regulations, departmental rules, these Articles of Association or shareholders' ~~general~~ meetings.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			~~Other than the Board of Directors' resolutions in respect of the matters specified in sub-paragraphs (6), (7), (8) and (12) of this Article which shall be passed by the affirmative vote of more than two-thirds of all directors, the Board of Directors' resolutions in respect of all other matters may be passed by the affirmative vote of a majority of all directors, unless~~ **Except as** otherwise provided by applicable laws, administrative regulations, departmental rules, or these Articles of Association**, the Board of Directors' resolutions on the matters mentioned in the preceding paragraph shall be approved by the affirmative vote of a majority of all directors. Among them, the "profit distribution proposal" in item (6), items (7), (8), (9) and (10), the "appointment or dismissal of senior management officer" and "remuneration plan" in item (12), item (14), and matters deemed by a majority of all directors to have a significant impact on the Company must be approved by the affirmative vote of more than two-thirds of all directors**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			For the "external investment"described in item (10) of the first paragraph of this Article, the amount of single investment projects such as domestic and foreign equity investments, debt investments, real estate investments, and infrastructure investments authorized to the management for approval shall not exceed 0.5% of the most recent audited net asset value or its equivalent in foreign currency. However, financial products entrusted for investment with insurance funds are not subject to the aforementioned percentage restrictions; "equity investment" refers to long-term equity investments made with proprietary funds. The said functions and powers of the Board of Directors shall be exercised by the Board of Directors collectively. The statutory functions and powers of the Board of Directors shall not, in principle, be delegated to the Chairman of the Board of Directors, directors or other individuals or entities. If it is necessary to delegate decision-making power on certain **specific** matters, such delegation shall be made legally by means approved by resolutions of the Board of Directors. Delegation shall be made on a case by case basis, and no function of the Board of Directors shall be delegated generally or permanently to other entities or individuals.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The Board of Directors shall give an explanation to the shareholders' general meeting in respect of the non-unqualified audit opinions issued by a certified public accountant on the financial reports of the Company. Statutory functions and powers of the Board of Directors shall not be modified or deprived of by any provisions of these Articles of Association, any resolutions of the shareholders' general meeting, or in any other manner.		The Board of Directors shall give an explanation to the shareholders' ~~general~~ meeting in respect of the non-unqualified audit opinions issued by a certified public accountant on the financial **and accounting** reports of the Company. Statutory functions and powers of the Board of Directors shall not be modified or deprived of by any provisions of these Articles of Association, any resolutions of the shareholders' ~~general~~ meeting, or in any other manner.
Article 147	The Board of Directors shall not, without the prior approval of shareholders in a general meeting, dispose or agree to dispose of any fixed assets of the Company where the aggregate of the amount or value of the consideration for the proposed disposition, and the amount or value of the consideration for any such disposition of any fixed assets of the Company that has been completed in the period of four (4) months immediately preceding the proposed disposition, exceeds 33% of the value of the Company's fixed assets as shown in the latest balance sheet which was approved at a shareholders' general meeting. For the purposes of this Article, "disposition" includes an act involving the transfer of an interest in assets but does not include the usage of fixed assets for the provision of security. The validity of a disposition by the Company shall not be affected by any breach of the first paragraph of this Article.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 148	Unless otherwise provided by applicable laws, regulations or listing rules, the Board of Directors shall have the right to decide on investment (including venture capital investment) or acquisition projects within the authorization of the shareholders' general meeting, and to organize experts and professionals concerned to assess significant investment or acquisitions project that fall out of the approval authority of the Board of Directors, and shall report the same to the shareholders' general meeting for approval.	Article 121	Unless otherwise provided by applicable laws, regulations or listing rules, the Board of Directors shall have the right to decide on investment (including venture capital investment) or acquisition projects within the authorization of the shareholders' ~~general~~ meeting, and to organize experts and professionals concerned to assess significant investment or acquisitions project that fall out of the approval authority of the Board of Directors, and shall report the same to the shareholders' ~~general~~ meeting for approval.
Article 149	The Chairman of the Board of Directors shall exercise the following powers: (1) to preside over shareholders' general meetings and to convene and preside over meetings of the Board of Directors; (2) to check on the implementation of resolutions passed by the Board of Directors; (3) to sign the securities certificates issued by the Company; and (4) to exercise other powers conferred by the Board of Directors. When the Chairman is unable to perform or does not perform his duties, the duties shall be performed by the Vice Chairman. When the Vice Chairman is unable to perform or does not perform his duties, a director jointly elected by more than half of the directors shall perform his duties. ……	Article 122	The Chairman of the Board of Directors shall exercise the following powers: (1) to preside over shareholders' ~~general~~ meetings and to convene and preside over meetings of the Board of Directors; (2) to **supervise and** check on the implementation of resolutions passed by the Board of Directors; **and** (3) ~~to sign the securities certificates issued by the Company; and~~ ~~(4)~~ to exercise other powers conferred by the Board of Directors. When the Chairman is unable to perform or does not perform his duties, the duties shall be performed by the Vice Chairman. When the Vice Chairman is unable to perform or does not perform his duties, a director jointly elected by **a majority** ~~more than half~~ of the directors shall perform his duties. ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 150	Meetings of the Board of Directors can be divided into regular meetings and special meetings. Regular meetings shall be held at least four (4) times each year at appropriate quarterly intervals. Regular meetings shall be convened by the Chairman by serving a notice to all directors at least fourteen (14) days before the proposed date of the meeting. Regular meetings do not include the practice of obtaining Board consent through the circulation of written resolutions. In case of emergency, a special meeting may be convened upon request by shareholders representing more than 10% voting rights, more than one-third of all directors, the Board of Supervisors, more than two (2) independent directors, the Chairman, or president of the Company.	Article 123	Meetings of the Board of Directors can be divided into regular meetings and special meetings. Regular meetings shall be held at least four (4) times each year at appropriate quarterly intervals. Regular meetings shall be convened by the Chairman by serving a notice to all directors at least fourteen (14) days before the proposed date of the meeting. Regular meetings do not include the practice of obtaining Board consent through the circulation of written resolutions. In case of emergency, a special meeting may be convened upon request by shareholders representing more than 10% voting rights, more than one-third of all directors, the ~~Board of Supervisors~~ **audit committee**, more than two (2) independent directors, **or** the Chairman~~, or president of the Company~~. **Apart from regular meetings as well as special meetings requested by the Chairman, the Chairman shall convene and preside over special meetings of the Board of Directors within ten (10) days after the receipt of the request.**
Article 151	Notice of regular and special meetings of the Board of Directors may be delivered by hand, facsimile, express delivery service, registered mail or email. Deadlines for serving the notices: at least fourteen (14) days in advance of regular meetings; special meetings may be less than fourteen (14) days but shall not be less than three (3) days.	Article 124	Notice of ~~regular and special~~ meetings of the Board of Directors may be delivered by hand, facsimile, express delivery service, registered mail or email. Deadlines for serving the notices: at least fourteen (14) days in advance of regular meetings; special meetings may be less than fourteen (14) days but shall not be less than ~~three~~ **five** (**5**~~3~~) **working** days.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 153	Any regular or special meeting of the Board of Directors may be held physically and through telecommunications (by way of telephone conference or similar communication equipment). So long as it can ensure the real-time communications and discussions among all directors participating in the meeting, all such directors shall be deemed to be present in person at the meeting. Matters that shall not be voted at the meetings of the Board of Directors convened by telecommunications shall include but not limited to the profit distribution plan, remuneration plan, material investments and asset disposal, appointment and dismissal of senior management officers, and other proposals involving the risk management of the Company.	Article 126	**Unless otherwise provided by laws, regulations, regulatory requirements and the Company's Articles of Association,** ~~Any regular or special meeting of~~ the Board of Directors may **convene meetings and vote on matters** ~~be held physically and~~ through **physical meetings and circulation of written resolutions**~~telecommunications (by way of telephone conference or similar communication equipment). So long as it can ensure the real-time communications and discussions among all directors participating in the meeting, all such directors shall be deemed to be present in person at the meeting~~. Matters **to be resolved by the Board of Directors** that shall not be voted **on through circulation of written resolutions** ~~at the meetings of the Board of Directors convened by telecommunications~~ shall include but not limited to the profit distribution plan, remuneration plan, material investments and asset disposal, appointment and dismissal of senior management officers, **capital replenishment plans, matters where substantial shareholders or directors have significant conflicts of interest**, and other **significant matters and** proposals involving the **major** risk management of the Company.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 154	Meetings of the Board of Directors shall be held only if a majority of the directors (including any director authorized to attend the meeting pursuant to Article 156 of the Company's Articles of Association) are present. Each director shall have one (1) vote. Unless otherwise provided for in the Company's Articles of Association, a resolution of the Board of Directors must be passed by a majority of all directors. No resolution of the Board of Directors concerning any connected transaction will become effective without the signatures of the independent (non-executive) directors. ……	Article 127	Meetings of the Board of Directors shall be held only if a majority of the directors (including any director authorized to attend the meeting pursuant to Article 1~~56~~**29** of the Company's Articles of Association) are present. Each director shall have one (1) vote. Unless otherwise provided for in the Company's Articles of Association, a resolution of the Board of Directors ~~must~~ **shall** be passed by a majority of all directors. No resolution of the Board of Directors concerning any connected transaction will become effective without the signatures of the independent (non-executive) directors. ……
Article 155	Subject to the exceptions as specifically provided, a director shall not vote on any resolution of the Board of Directors approving any contract or arrangement or any other proposal in which he/she or any of his/her close associates has a material interest, nor shall he/she exercise voting rights on behalf of other directors. He/she shall not be counted in the quorum present at such meeting.	Article 128	~~Subject to the exceptions as specifically provided, a director shall not vote on any resolution of the Board of Directors approving any contract or arrangement or any other proposal in which he/she or any of his/her close associates has a material interest, nor shall he/she exercise voting rights on behalf of other directors. He/she shall not be counted in the quorum present at such meeting.~~ **If a director of the Company has a connected relationship with an enterprise or individual involved in matters to be resolved at a Board meeting, the director shall promptly submit a written report to the Board of Directors.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Such meetings of the Board of Directors shall be held with the attendance of a majority of the directors without connected relationship, and the resolutions made at the meetings of the Board of Directors shall be approved by more than two-thirds of the directors without connected relationship. If the number of directors without connected relationship attending the meetings of the Board of Directors is less than three (3), such matters shall be submitted to the shareholders' general meeting for approval. In considering the matters concerning connected transactions by the Board of Directors, connected directors shall neither exercise their voting rights, nor act on behalf of other directors to exercise voting rights. The Board of Directors shall report annually to the shareholders' general meeting on the status of connected transactions and the execution of the connected transaction management system.		**The Board of Directors shall annually submit a special report on the overall status of connected transactions to the shareholders' meeting and report the same to the insurance regulatory authority under the State Council or its local offices. When the Board of Directors reviews matters related to connected transactions, directors with connected relationships shall not exercise voting rights, nor shall they act as proxies for other directors to exercise voting rights.** Such meetings of the Board of Directors shall be held with the attendance of a majority of the directors without connected relationship, and the resolutions made at the meetings of the Board of Directors shall be approved by more than two-thirds of the directors without connected relationship. If the number of directors without connected relationship attending the meetings of the Board of Directors is less than three (3), such matters shall be submitted to the shareholders' ~~general~~ meeting for approval. ~~In considering the matters concerning connected transactions by the Board of Directors, connected directors shall neither exercise their voting rights, nor act on behalf of other directors to exercise voting rights.~~ ~~The Board of Directors shall report annually to the shareholders' general meeting on the status of connected transactions and the execution of the connected transaction management system.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 156	Meetings of the Board of Directors shall be attended in person by directors. Where a director is unable to attend a meeting for any reason, he/she may appoint another director by a written power of attorney to attend the meeting on his/her behalf. The power of attorney shall set out the scope of the authorization. …… In case a director (other than independent director) has failed to be present in person at any two (2) consecutive Board meetings, nor authorized another director to be present at the Board meeting on his/her behalf, he/she shall be considered unable to fulfill his/her responsibilities as a director, and the Board of Directors shall accordingly suggest the shareholders' general meeting making a replacement.	Article 129	Meetings of the Board of Directors shall be attended in person by directors. **Directors shall personally attend at least two-thirds of the physical meetings of the Board of Directors each year.** Where a director is unable to attend a **Board** meeting **in person** for any reason, he/she may appoint another director by a written power of attorney to attend ~~the meeting~~ on his/her behalf. The power of attorney shall set out the scope of the authorization**, but independent directors shall not authorize non-independent directors to attend on their behalf. In principle, a director may accept the authorization of no more than two (2) directors who did not personally attend the meeting. When considering matters related to connected transactions, non-connected directors shall not authorize connected directors to attend on their behalf**. …… In case a director (other than independent director) has failed to be present in person at any two (2) consecutive Board meetings, nor authorized another director to be present at the Board meeting on his/her behalf, he/she shall be considered unable to fulfill his/her responsibilities as a director, and the Board of Directors shall accordingly suggest the shareholders' ~~general~~ meeting making a replacement.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 157	In respect of any matter to be determined by the Board of Directors at a special meeting of the Board of Directors, where the Board of Directors has already sent out in writing the draft resolution to be decided at such meeting and the number of directors who have signed to approve such proposals satisfies the requirements set out in Article 154 of this Chapter, a valid resolution shall be deemed to be passed, and no Board meeting is required to be held.	Article 130	In respect of any matter to be determined by the Board of Directors at a special meeting of the Board of Directors, where the Board of Directors has already sent out in writing the draft resolution to be decided at such meeting and the number of directors who have signed to approve such proposals satisfies the requirements set out in Article 1~~54~~**27** of ~~this Chapter~~**these Articles of Association**, a valid resolution shall be deemed to be passed, and no Board meeting is required to be held.
Article 158	The Board of Directors shall keep minutes of resolutions passed at meetings of the Board of Directors. The minutes shall be signed by both the directors present at the meeting and the person who recorded the minutes. The directors shall be liable for the resolutions of the Board of Directors. If a resolution of the Board of Directors violates the laws, administrative regulations or the Company's Articles of Association, and the Company suffers severe losses as a result thereof, the directors who participated in the passing of such resolution shall compensate the Company therefor. However, if it can be proven that a director expressly objected to the resolution when the resolution was voted on, and that such objection was recorded in the minutes of the meeting, such director may be released from such liability. The directors shall have the right to inspect documents and relevant information of the Board of Directors, such as resolutions and minutes of the Board of Directors. If a director provides the Company with reasonable notice, the Company shall make the relevant meeting minutes available for inspection by such director at any reasonable time.	Article 131	The Board of Directors shall keep minutes of resolutions passed at meetings of the Board of Directors. The minutes shall be signed by both the directors present at the meeting and the person who recorded the minutes. The directors shall be liable for the resolutions of the Board of Directors. If a resolution of the Board of Directors violates the laws, administrative regulations**,** ~~or~~ the Company's Articles of Association**, or resolutions of the shareholders' meetings**, and the Company suffers severe losses~~ as a result thereof~~, the directors who participated in the passing of such resolution shall compensate the Company therefor. ~~However, i~~**I**f it can be proven that a director expressly objected to the resolution when the resolution was voted on, and that such objection was recorded in the minutes of the meeting, such director may be released from such liability. The directors shall have the right to inspect documents and relevant information of the Board of Directors, such as resolutions and minutes of the Board of Directors. If a director provides the Company with reasonable notice, the Company shall make the relevant meeting minutes available for inspection by such director at any reasonable time.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 159	The Board of Directors shall formulate the Procedural Rules for the Board of Directors' Meetings, specifying rules regarding convocation, proposal and notice, convening and presiding, voting and resolution, keeping of meeting files, report of resolutions, so as to ensure that the Board of Directors works efficiently and make decisions in a scientific manner. The Procedural Rules for the Board of Directors' Meetings shall be formulated by the Board of Directors of the Company, considered and approved at the shareholders' general meeting and attached to these Articles of Association as an appendix.	Article 132	The Board of Directors shall formulate the Procedural Rules for the Board of Directors' Meetings, specifying rules regarding convocation, proposal and notice, convening and presiding, voting and resolution, keeping of meeting files, report of resolutions, so as to ensure that the Board of Directors works efficiently and make decisions in a scientific manner. The Procedural Rules for the Board of Directors' Meetings shall be formulated by the Board of Directors of the Company, considered and approved at the shareholders' ~~general~~ meeting and attached to these Articles of Association as an appendix.
Chapter 12	Secretary to the Board of Directors	—	Consolidated to Chapter 6
Article 161	The secretary to the Company's Board of Directors shall be a natural person who has the requisite professional knowledge and experience, and shall be appointed by the Board of Directors. His primary responsibilities are: (1) to organize and prepare meetings of the Board of Directors and shareholders' general meetings pursuant to statutory procedures and requirements; (2) to produce and keep records of shareholders' general meetings and meetings of the Board of Directors as well as other meeting materials and documents; (3) to communicate and liaise between the Company and related parties and the regulatory authorities of the jurisdiction where the Company is listed;	Article 151	The secretary to the Company's Board of Directors shall be a natural person who has the requisite professional knowledge and experience, and shall be appointed by the Board of Directors. His primary responsibilities are: (1) to organize and prepare meetings of the Board of Directors and shareholders' ~~general~~ meetings pursuant to statutory procedures and requirements; (2) to produce and keep records of shareholders' ~~general~~ meetings and meetings of the Board of Directors as well as other meeting materials and documents; (3) to communicate and liaise between the Company and related parties and the regulatory authorities of the jurisdiction where the Company is listed;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(4) to ensure that the Company prepare and deliver, in accordance with law, the reports and documents required by competent authorities; (5) to administer the Company's affairs including external information disclosure and management of investor relations; (6) to carry out the Company's equity administration matters, maintain materials setting forth the holding of the Company's shares by the Company's directors, supervisors, senior management officers, controlling shareholders and such shareholders' directors, supervisors and senior management officers, and to disclose any change in shareholding by the Company's directors, supervisors and senior management officers; (7) to assist shareholders, directors and supervisors in exercising rights and performing duties; and (8) to perform other duties as required by laws, administrative regulations, bylaws and applicable provisions.		(4) to ensure that the Company prepare and deliver, in accordance with law, the reports and documents required by competent authorities; (5) to administer the Company's affairs including external information disclosure and management of investor relations; (6) to carry out the Company's equity administration matters, maintain materials setting forth the holding of the Company's shares by the Company's directors~~, supervisors,~~ senior management officers, controlling shareholders and such shareholders' directors~~, supervisors~~ and senior management officers, and to disclose any change in shareholding by the Company's directors~~, supervisors~~ and senior management officers; (7) to assist shareholders~~,~~ **and** directors ~~and supervisors~~ in exercising rights and performing duties; and (8) to perform other duties as required by laws, administrative regulations, bylaws and applicable provisions.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 162	A director or other senior management officer of the Company may concurrently act as the secretary to the Board of Directors of the Company. An accountant of the accounting firm retained by the Company shall not concurrently act as the secretary to the Board of Directors. Where the position of secretary to the Board of Directors is held concurrently by a director, and an act is required to be conducted by a director and a secretary to the Board of Directors separately, the person who holds the positions of director and secretary to the Board of Directors may not perform such act in a dual capacity.	Article 152	A director or other senior management officer ~~of the Company~~**, excluding the Chairman of the Board of Directors and general manager,** may concurrently act as the secretary to the Board of Directors of the Company**, but he/she shall ensure that he/she has sufficient energy and time to fulfill the duties of the secretary to the Board**. ~~An accountant of the accounting firm retained by the Company shall not concurrently act as the secretary to the Board of Directors~~. **In principle, the role of the secretary to the Board of Directors shall be held by a dedicated staff member.** Where the position of secretary to the Board of Directors is held concurrently by a director, and an act is required to be conducted by a director and a secretary to the Board of Directors separately, the person who holds the positions of director and secretary to the Board of Directors may not perform such act in a dual capacity.
Chapter 13	Specialized Committees under the Board of Directors	—	Consolidated to Chapter 6
Article 163	The Company's Board of Directors shall have five (5) specialized committees, namely, the audit committee, the risk management and consumer rights protection committee, the nomination and remuneration committee, the strategy and assets and liabilities management committee, and the connected transactions control committee. The functions of specialized committees under the Board of Directors shall be defined by resolutions of the Board of Directors in accordance with applicable laws, administrative regulations and regulatory rules.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 164	The audit committee shall be composed of three (3) to five (5) directors, the risk management and consumer rights protection committee shall be composed of three (3) to seven (7) directors, the nomination and remuneration committee shall be composed of three (3) to seven (7) directors, the strategy and assets and liabilities management committee shall be composed of three (3) to seven (7) directors, and the connected transactions control committee shall be composed of three (3) to seven (7) directors.	—	(Deleted this Article)
Newly added	—	Article 145	**The Board of Directors of the Company shall establish an audit committee, composed of three (3) to five (5) directors who do not hold senior management positions within the Company, with independent directors constituting the majority. An accounting professional among the independent directors shall serve as the convenor. The primary responsibilities of the committee are to review the Company's financial information and its disclosure, supervise and evaluate internal and external audit work, and internal control.**
Newly added	—	Article 146	**The Company does not have a Board of Supervisors or supervisors, and the relevant powers and functions shall be exercised by the audit committee, including the following powers and functions:** **(1) inspecting the Company's financial affairs;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(2) supervising the conduct of directors and senior management officers in performing their duties, and proposing the removal of directors and senior management officers who violate laws, administrative regulations, the Company's Articles of Association, or resolutions of the shareholders' meeting; **(3) demanding rectification from directors and senior management officers when their actions harm the interests of the Company;** **(4) proposing to convene an extraordinary shareholders' meeting, and convening and presiding over the shareholders' meeting when the Board of Directors fails to perform its duties of convening and presiding over the shareholders' meeting as stipulated by law;** **(5) submitting proposals to the shareholders' meeting;** **(6) initiating litigation against directors and senior management officers in accordance with Article 50 of these Articles of Association; and** **(7) other powers and functions stipulated by laws, administrative regulations, regulatory requirements, listing rules of the place where the Company's shares are listed, and these Articles of Association.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			The following matters shall be submitted to the Board of Directors for consideration after being approved by a majority of all members of the audit committee: **(1) disclosure of financial information in financial and accounting reports and periodic reports, and internal control assessment reports;** **(2) appointment or dismissal of the accounting firm responsible for the annual audit of the Company;** **(3) appointment or dismissal of the person in charge of finance of the Company;** **(4) changes in accounting policies, accounting estimates, or corrections of significant accounting errors for reasons other than changes in accounting standards;** **(5) the Company's assessment report on the annual performance of the accounting firm responsible for the annual audit of the Company and report on the performance by the audit committee of its supervisory duties; and** **(6) other matters stipulated by laws, administrative regulations, the CSRC, listing rules of the place where the Company's shares are listed, and these Articles of Association.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Newly added	—	Article 147	**If the audit committee discovers any abnormal business operations of the Company, it may conduct an investigation; if necessary, it may engage an accounting firm or other entities to assist in its work, and the costs in connection therewith shall be borne by the Company.** **The audit committee may require directors who are not members of the audit committee, and senior management officers to submit reports on the performance of their duties. The relevant directors and senior management officers shall truthfully provide the relevant information and materials.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Newly added	—	Article 148	**The audit committee shall hold regular meetings at least once every quarter. An extraordinary meeting may be convened upon the proposal of more than two (2) members or the chairman of the audit committee. Meetings of the audit committee shall be held only if all members are present. Members of the audit committee shall attend meetings in person; if unable to attend for any reason, they may authorize another member in writing to attend and exercise voting rights on their behalf, but independent directors may not authorize non-independent directors to attend and vote on their behalf. Each member has one (1) vote. Resolutions of the audit committee shall be passed by a majority of the members to be valid.** **Minutes of the audit committee meetings shall be prepared, and members of the audit committee attending the meeting shall sign the minutes.** **The working procedures of the audit committee shall be formulated by the Board of Directors.**
Newly added	—	Article 149	**In addition to the audit committee, the Board of Directors of the Company shall also establish the risk management and consumer rights protection committee, the nomination and remuneration committee, the strategy and assets and liabilities management committee, and the connected transactions control committee.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			The nomination and remuneration committee shall be composed of three (3) to seven (7) directors who do not hold senior management positions within the Company, with independent directors constituting the majority and serving as the convenor. Its main responsibilities are to review the structure, size, and composition of the Board, formulate criteria and procedures for selecting the directors and senior management officers of the Company, select directors and senior management officers and review their qualifications, make recommendations to the Board on the nomination, appointment or removal of directors and the appointment or dismissal of senior management officers, and develop assessment criteria and remuneration policies for directors and senior management officers. If the Board does not adopt or fully adopt the recommendations of the nomination and remuneration committee, it shall record the committee's opinions and the specific reasons for not adopting them in its resolutions and disclose this information.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			The risk management and consumer rights protection committee shall be composed of three (3) to seven (7) directors. Its main responsibilities are to establish the Company's risk constraint indicator system, discuss with and assist the business management in establishing a sound risk management and internal control system, review risk management-related reports, perform compliance management-related duties, and supervise the work of senior management and the consumer rights protection department. **The strategy and assets and liabilities management committee shall be composed of three (3) to seven (7) directors. Its main responsibilities are to study and make recommendations on the initiatives of the Company such as long-term development strategy, major matters in relation to asset and liability management and relevant policies and systems, management systems for application of insurance funds, major strategic investment decisions, and sustainable development. The committee shall also study and give advice on other significant matters that affect the development of the Company.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			The connected transactions control committee shall be composed of three (3) to seven (7) directors. Its main responsibilities are to identify connected parties, manage, review, and approve connected transactions to control the risks of connected transactions, with a focus on the compliance, fairness, and necessity of such connected transactions. **The Board of Directors of the Company shall formulate the working procedures for the specialized committees of the Board in accordance with relevant laws, administrative regulations, and regulatory requirements, clearly defining specific matters such as the scope of duties, rules of procedure, and retention of files for each specialized committee.**
Chapter 14	President of the Company	Chapter 7	Senior Management Officers
Article 165	The Company shall have one (1) president, five (5) to six (6) vice presidents, and two (2) to three (3) assistants to president. The president shall be nominated by the Chairman of the Board of Directors, and shall be appointed or dismissed by the Board of Directors. Vice presidents and other senior management officers (except the secretary to the Board of Directors) shall be nominated by the president, and shall be appointed or dismissed by the Board of Directors. The term of office of the president of the Company shall be three (3) years, renewable upon re-appointment.	Article 153	The Company shall have one (1) president, five (5) to six (6) vice presidents, and two (2) to three (3) assistants to president. The president shall be nominated by the Chairman of the Board of Directors, and shall be appointed or dismissed by the Board of Directors. Vice presidents and other senior management officers (except the secretary to the Board of Directors **and the person in charge of audit**) shall be nominated by the president, and shall be appointed or dismissed by the Board of Directors. The ~~term of office of the~~ president of the Company shall be **accountable to the Board of Directors, and shall be appointed or dismissed by the Board. Each term of office shall be** three (3) years~~,~~ **and may be** ~~renewable~~**renewed** upon re-appointment.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	The president, vice presidents and other senior management officers of the Company may concurrently serve as members of the Board of Directors. Any person working in the controlling shareholder or actual controller of the Company other than as a director shall not serve as a senior management officer of the Company.		The president, vice presidents and other senior management officers of the Company may concurrently serve as members of the Board of Directors**, but the Chairman of the Board of Directors shall not concurrently serve as the president**. Any person working in the controlling shareholder or actual controller of the Company other than as a director shall not serve as a senior management officer of the Company. **The Company's controlling shareholder, actual controller, and their connected parties shall not interfere with the normal selection and appointment procedures of senior management officers, nor bypass the Board of Directors to directly appoint or dismiss senior management officers.** **Senior management officers of the Company shall receive their salaries solely from the Company, not from the controlling shareholder acting on behalf of the Company.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 166	The president of the Company shall be accountable to the Board of Directors, and shall exercise the following functions and powers: (1) to be in charge of the Company's production, operation and management, and to organize the implementation of the resolutions of the Board of Directors; (2) to organize the implementation of the Company's annual business plan and investment proposals; (3) to draft plans for the establishment of the Company's internal management organizations; (4) to draft the Company's basic management system;	Article 154	The president of the Company shall be accountable to the Board of Directors, and shall exercise the following functions and powers: (1) to be in charge of the Company's ~~production,~~ operation and management, ~~and~~ to organize the implementation of the resolutions of the Board of Directors**, and to report to the Board of Directors**; (2) to organize the implementation of the Company's annual business plan and investment proposals; (3) to draft plans for the establishment of the Company's internal management organizations; (4) to draft the Company's basic management system; (5) **to formulate specific rules for the Company;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(5) to propose the appointment or dismissal by the Board of Directors of the Company's vice president(s) and other senior management officers (except for the secretary to the Board of Directors); (6) to appoint or dismiss management personnel other than those required to be appointed or dismissed by the Board of Directors; and (7) other functions and powers conferred by the Company's Articles of Association and the Board of Directors. When the president is unable to perform or does not perform his duties, the provisional person in charge designated by the Board of Directors shall perform his duties on his behalf. In the event that the president is unable to perform or does not perform his duties, which affects the normal operation of the Company, the Board of Directors of the Company shall re-appoint the president pursuant to the requirements of these Articles of Association.		**(6)** to propose the appointment or dismissal by the Board of Directors of the Company's vice president(s) and other senior management officers (except for the secretary to the Board of Directors **and the person in charge of audit**); (~~6~~**7**) to appoint or dismiss management personnel other than those required to be appointed or dismissed by the Board of Directors; and (~~7~~**8**) other functions and powers conferred by the Company's Articles of Association and the Board of Directors. When the president is unable to perform or does not perform his duties, the provisional person in charge designated by the Board of Directors shall perform his duties on his behalf. In the event that the president is unable to perform or does not perform his duties, which affects the normal operation of the Company, the Board of Directors ~~of the Company~~ shall re-appoint the president pursuant to the requirements of ~~these~~**the Company's** Articles of Association.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 170	The Company shall formulate working rules of the president, specifying conditions, procedure and participants of the president meeting, responsibilities and work allocation of the president and other senior management officers of the Company, use of funds and assets of the Company, scope of authorization to enter into contracts and reporting policies regarding the Board of Directors and the Board of Supervisors. The president's working rules, as drafted by the president, shall be implemented after being approved by the Board of Directors.	Article 158	The **president of the** Company shall formulate working rules of the president, specifying conditions, procedure and participants of the president meeting, responsibilities and work allocation of the president and other senior management officers of the Company, use of funds and assets of the Company, scope of authorization to enter into contracts and reporting policies regarding the Board of Directors ~~and the Board of Supervisors~~. The president's working rules, as ~~drafted~~ **formulated** by the president, shall be implemented after being approved by the Board of Directors.
Article 171	The president and other senior management officers of the Company may resign prior to expiry of their term of office. Relevant resignation procedures and measures shall be provided in the service contracts between such persons and the Company.	Article 159	The president and other senior management officers of the Company may resign prior to expiry of their term of office. Relevant resignation procedures and measures shall be ~~provided~~ **implemented pursuant to** ~~in~~ the ~~service~~ **labour** contracts between such persons and the Company**, as well as the rules and regulations of the Company**.
Chapter 15	Board of Supervisors	—	(Deleted the entire chapter)
Article 172 – Article 183	The Company shall have a Board of Supervisors. …… The Procedural Rules for the Board of Supervisors' Meetings shall be formulated by the Board of Supervisors of the Company, considered and approved at the shareholders' general meeting and attached to these Articles of Association as an appendix to ensure that the Board of Supervisors works efficiently and make decisions in a scientific manner.	—	

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Chapter 16	Qualifications and Duties of the Directors, Supervisors, President, Vice Presidents and Other Senior Management Officers of the Company	Chapter 8	Qualifications and Duties of the Directors and Other Senior Management Officers of the Company
Article 184	Directors, supervisors and senior management officers of the Company shall satisfy the requirements for the qualification of their respective positions under applicable laws, administrative regulations, rules and regulatory requirements, and their qualifications shall be approved by the CBIRC before they assume office.	Article 160	Directors~~, supervisors~~ and senior management officers of the Company shall satisfy the requirements for the qualification of their respective positions under applicable laws, administrative regulations, rules and regulatory requirements, Those requiring ~~their~~ qualifications **approval** shall be approved by the ~~CBIRC~~ **insurance regulatory authority under the State Council** before ~~they assume office~~ **assuming their positions**. **The Company shall establish a performance management mechanism that is strategically driven, performance-linked, objective and fair, and legally compliant. It shall also establish a remuneration distribution mechanism that aligns with shareholder interests, is positioned-based, performance-related, and balances incentives with constraints. Furthermore, the Company shall develop a system for deferred payment of remuneration and the recovery and deduction of performance-based remuneration.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 185	No one shall be a director, supervisor, president, vice president or any other senior management officer of the Company if he is subject to any of the following circumstances: (1) lacking civil capacity or having limited civil capacity; (2) having been penalized or sentenced due to an offence of corruption, bribery, encroachment on property, misappropriation of property or disruption of the socialist market economy, or having been deprived of political rights due to the committing of any crime, and in each case, five (5) years not having elapsed since the completion of the relevant penalty, sentence or deprivation; …… (4) having been the legal representative of a company or enterprise whose business licence was revoked and business was ordered to close due to violation of laws for which such person was personally liable, and three (3) years not having elapsed since the date of revocation of the business licence of the company or enterprise;	Article 161	No one shall be a director, ~~supervisor,~~ president, vice president or any other senior management officer of the Company if he is subject to any of the following circumstances: (1) lacking civil capacity or having limited civil capacity; (2) having been penalized or sentenced due to an offence of corruption, bribery, encroachment on property, misappropriation of property or disruption of the socialist market economy, or having been deprived of political rights due to the committing of any crime, and ~~in each case,~~ five (5) years not having elapsed since the completion of the relevant penalty, sentence or deprivation**, or having been declared on probation, and two (2) years not having elapsed since the completion of the probation period**; …… (4) having been the legal representative of a company or enterprise whose business licence was revoked and business was ordered to close due to violation of laws for which such person was personally liable, and three (3) years not having elapsed since the date of revocation of the business licence of the company or enterprise **or the order to close its business**;

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(5) being a debtor personally liable for a relatively large debt which has not been paid as it fell due; (6) having been subject to an investigation by judicial authorities for criminal offences, and such investigation not having come to an end; (7) being banned from being corporate leaders of enterprises by laws and administrative regulations; (8) being a non-natural person; (9) having been adjudged by the relevant competent authorities of violations of relevant securities laws which involves fraud or dishonesty, and five (5) years not having elapsed since the date of the judgment; (10) having been banned from entering the market by financial regulators, and five (5) years not having elapsed since the last date of the ban; and (11) other circumstances as stipulated by laws, administrative regulations, rules, and regulatory requirements.		(5) being a debtor personally liable for a relatively large debt which has not been paid as it fell due**, and having been listed as a discredited person subject to enforcement by the people's court**; (6) ~~having been subject to an investigation by judicial authorities for criminal offences, and such investigation not having come to an end;~~ ~~(7) being banned from being corporate leaders of enterprises by laws and administrative regulations;~~ ~~(8) being a non-natural person;~~ ~~(9) having been adjudged by the relevant competent authorities of violations of relevant securities laws which involves fraud or dishonesty, and five (5) years not having elapsed since the date of the judgment;~~ ~~(10)~~ having been banned from entering the market by financial regulators, and five (5) years not having elapsed since the last date of the ban; ~~and~~ (~~11~~**7**) **having been subjected to measures by the CSRC to prohibit entry into the securities market, with the term not yet expired;** **(8) having been publicly deemed by a stock exchange as unsuitable to serve as a director or senior management officer of a listed company, with the term not yet expired;** **(9)** other circumstances as stipulated by laws, administrative regulations, rules, and regulatory requirements.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Newly added	—	Article 162	**Directors and senior management officers of the Company shall comply with laws, administrative regulations, and the requirements of these Articles of Association, and owe a duty of loyalty to the Company. They shall take measures to avoid conflicts between their personal interests and those of the Company and shall not use their powers to seek improper benefits.** **Directors and senior management officers shall owe the following duties of loyalty to the Company:** **(1) they shall not encroach upon the Company's property or misappropriate the funds of the Company;** **(2) they shall not open accounts in their own name or in the name of other person(s) to deposit the funds of the Company;** **(3) they shall not use their powers to offer or accept bribes or other illegal income;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(4) without reporting to the Board of Directors and being approved by a Board resolution, they shall not directly or indirectly enter into contracts or conduct transactions with the Company. If the transaction amount reaches the standard that shall be considered by shareholder's meeting as stipulated by laws, administrative regulations, or listing rules of the place where the Company's shares are listed, they shall report matters relating to the conclusion of contracts or transactions to the shareholders' meeting and obtain approval by a resolution of the shareholders' meeting; **(5) they shall not use their position to seek business opportunities that rightfully belong to the Company for themselves or others, unless such opportunities are reported to the Board of Directors or shareholders' meeting and approved by a resolution of the shareholders' meeting, or if the Company is unable to exploit such business opportunities according to laws, administrative regulations, or these Articles of Association;** **(6) without reporting to the Board of Directors or shareholders' meeting and being approved by a resolution of the shareholders' meeting, they shall not operate, either for themselves or for others, a business that is similar to that of the Company;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(7) they shall not accept commissions from transactions conducted between the Company and other parties for their own benefit; **(8) they shall not disclose the secrets of the Company without authorization;** **(9) they shall not use their connected relationships to harm the Company's interests; and** **(10) other duties of loyalty as stipulated by laws, administrative regulations, departmental rules, regulatory requirements, listing rules of the place where the Company's shares are listed, and these Articles of Association.** **Income obtained by directors and senior management officers in violation of this Article shall belong to the Company; where the Company suffers losses thereto, they shall be liable for compensation.** **When the close relatives of directors and senior management officers, enterprises directly or indirectly controlled by directors and senior management officers or their close relatives, as well as related persons who have other connected relationships with directors and senior management officers, enter into contracts or conduct transactions with the Company, the requirements of item (4) of the second paragraph of this Article shall apply.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Newly added	—	Article 163	**Directors and senior management officers of the Company shall comply with laws, administrative regulations, and the requirements of these Articles of Association, and owe a duty of diligence to the Company. In performing their duties, directors and senor management officers shall exercise the level of care that is reasonably expected of a manager and act in the best interests of the Company. Directors and senior management officers shall owe the following duties of diligence to the Company:** **(1) they shall exercise the rights conferred by the Company with caution, diligence, and prudence to ensure that the Company's business activities comply with national laws, administrative regulations, and economic policies, and do not exceed the business scope specified in the Company's business license;** **(2) they shall treat all shareholders fairly;** **(3) they shall stay informed about the Company's business operations and management;** **(4) they shall sign written confirmations of the Company's periodic reports to ensure the truthfulness, accuracy, and completeness of the information disclosed by the Company;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(5) they shall truthfully provide relevant information and materials to the audit committee and shall not obstruct the audit committee from exercising its functions and powers; and **(6) they shall fulfill other duties of diligence as stipulated by laws, administrative regulations, departmental rules, regulatory requirements, regulatory rules of the place where the Company's shares are listed, and these Articles of Association.**
Article 186	The validity of an act carried out by a director, president, vice president or other senior management officer of the Company on its behalf, as against a bona fide third party, shall not be affected by any irregularity in his office, election or any defect in his qualification.	—	(Deleted this Article)
Article 187	In addition to the obligations imposed by laws, administrative regulations or the listing rules of the stock exchanges on which shares of the Company are listed, each of the Company's directors, supervisors, president, vice presidents and other senior management officers owes the duties to each shareholder, in the exercise of the functions and powers of the Company entrusted to him: (1) not to cause the Company to exceed the scope of business stipulated in its business license; (2) to act honestly in the best interests of the Company; (3) not to expropriate the Company's property in any way, including (without limitation) usurpation of opportunities which benefit the Company; and	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(4) not to expropriate the individual rights of shareholders, including (without limitation) rights to distributions and voting rights, save and except pursuant to a restructuring of the Company which has been submitted to the shareholders for approval in accordance with the Company's Articles of Association.		
Article 188	Each of the Company's directors, supervisors, president, vice presidents and other senior management officers owes a duty, in the exercise of his powers and in the discharge of his duties, to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.	—	(Deleted this Article)
Article 189	When performing their duties, the directors, supervisors, president, vice presidents and other senior management officers of the Company shall observe the principle of good faith, and shall not place himself in a position where their interest may conflict with their obligations. These principles include (but is not limited to) the following obligations: (1) to act honestly in the best interest of the Company; (2) to act within the scope of its powers and not to exceed such powers; (3) to exercise their discretionary power in person without being subject to the manipulations of other persons, and not to transfer such power to other persons unless permitted by laws or administrative regulations or approved by the shareholders with full knowledge at the general meeting; (4) to treat shareholders of the same class with equality, and different classes with fairness;	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(5) not to enter into contracts or conduct transactions or make arrangements with the Company unless otherwise provided by the Company's Articles of Association or approved by the shareholders with full knowledge at the general meeting; (6) not to employ the Company's property in any way so as to pursue interests for themselves unless approved by the shareholders with full knowledge at the general meeting; (7) not to accept any bribes or other illegal income by using their powers and positions, and seize the property of the Company in any manner, including (but not limited to) opportunities beneficial to the Company; (8) not to accept commissions relating to the transactions of the Company, without the approval of the shareholders with full knowledge at the general meeting; (9) to obey the Company's Articles of Association, perform their duties honestly and faithfully, protect the Company's interests, and not to pursue their personal gain by taking advantage of their powers and positions at the Company; (10) not to compete with the Company in any way unless approved by the shareholders with full knowledge at the general meeting;		

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(11) not to misappropriate the funds of the Company or lend the funds of the Company to other persons, open accounts in their own or another individual's name for deposit of the Company's assets, or use Company's assets as security for the debts of the shareholders of the Company or other individuals; and (12) not to divulge the confidential information relating to the Company received during their term of office, unless approved by the shareholders with full knowledge at the general meeting; and not to use such information unless for the purpose of the Company's interests; however, to be allowed to disclose such information to a court of law or other governing authorities under the following circumstances: (I) as prescribed by law; (II) as required for the purpose of public interest; (III) as required for the purpose of such director's, supervisor's, president's, vice president's or other senior management officers' own interests.		
Article 190	Directors, supervisors, president, vice presidents and other senior management officers of the Company shall not direct the following persons or organizations ("Associates") to engage in activities prohibited for directors, supervisors, president, vice presidents and other senior management officers of the Company: (1) spouses or underage children of directors, supervisors, president, vice presidents or other senior management officers of the Company;	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(2) trustors of directors, supervisors, president, vice presidents or other senior management officers of the Company or of such persons as described in sub-paragraph (1) of this Article; (3) partners of directors, supervisors, president, vice presidents or other senior management officers of the Company or of such persons as described in sub-paragraph (1) or sub-paragraph (2) of this Article; (4) company (companies) which a director, supervisor, president, vice president or any other senior management officer of the Company has de facto single control over or joint control over with such persons as described in sub-paragraph (1), sub-paragraph (2) or sub-paragraph (3) of this Article or other directors, supervisors, president, vice presidents or other senior management officers of the Company; and (5) directors, supervisors, president, vice presidents and other senior management officers of the company (companies) referred to by sub-paragraph (4) of this Article.		
Article 191	The fiduciary duty of a director, supervisor, president, vice president or any other senior management officer of the Company may not necessarily cease upon the conclusion of his term, his obligations to keep confidential the business secrets of the Company shall survive the conclusion of his term. The duration of the other obligations shall be determined based on the principle of fairness, and by taking into account of the length of time between the occurrence of the event and his departure, and the circumstances and terms under which his relationship with the Company was ended.	Article 164	The fiduciary duty of a director, ~~supervisor,~~ president, vice president or any other senior management officer of the Company may not necessarily cease upon the conclusion of his term, his obligations to keep confidential the business secrets of the Company shall survive the conclusion of his term. The duration of the other obligations shall be determined based on the principle of fairness, and by taking into account of the length of time between the occurrence of the event and his departure, and the circumstances and terms under which his relationship with the Company was ended.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 192	The shareholders with full knowledge of the relevant circumstances may at the general meeting relieve a director, supervisor, president, vice president and any other senior management officer of the Company of his liability as a result of his violation of any specific duty, save for the circumstances specified in Article 60 of the Company's Articles of Association.	—	(Deleted this Article)
Article 193	A director, supervisor, president, vice president and any other senior management officer of the Company who directly or indirectly has material interests in contracts, transactions, or arrangements that are being planned or have already been concluded by the Company (save the contracts of employment between the directors, supervisors, president, vice presidents or other senior management officers and the Company) shall, as soon as possible, disclose to the Board of Directors the nature and extent of his interests, regardless of whether or not the matters at hand require the approval of the Board of Directors in normal situation.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Unless the interested directors, supervisors, president, vice presidents or other senior management officers of the Company have made such disclosure to the Board of Directors as required by the preceding paragraph of this Article, and the relevant matter has been approved by the Board of Directors at the Board meeting where such directors, supervisors, president, vice presidents or other senior management officers have not been counted as part of the quorum and voted thereat, the Company shall be entitled to cancel such contracts, transactions, or arrangements, except as to any other party which is a bona fide party without knowledge of the violation of duties on the part of such directors, supervisors, president, vice presidents and other senior management officers. Where the Associates of the directors, supervisors, president, vice presidents and other senior management officers of the Company have interests in such contracts, transactions or arrangements, such directors, supervisors, president, vice presidents and other senior management officers shall also be deemed to be interested.		

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 194	If, prior to the Company's initial consideration of entering into the relevant contracts, transactions, or arrangements, a director, supervisor, president, vice president or any other senior management officer of the Company has delivered a written notice to the Board of Directors, which contains the statement that he has interests in the contracts, transactions, or arrangements to be concluded by the Company in the future, such director, supervisor, president, vice president or other senior management officer shall be deemed to have made the disclosure stipulated by the preceding Article in respect of the statement contained in the notice.	—	(Deleted this Article)
Article 195	The Company shall not, in any manner, perform tax duties for its directors, supervisors, president, vice presidents and other senior management officers.	—	(Deleted this Article)
Article 196	The Company shall not directly or indirectly make a loan to or provide a loan guarantee to a director, supervisor, president, vice president, and other senior management officer of the Company or its parent company, nor shall it make a loan or provide a loan guarantee to any of their respective Associates. The foregoing shall not apply to the following circumstances: (1) the provision by the Company of a loan to its subsidiaries;	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(2) the provision by the Company of a loan or any other funds available to any of its director, supervisor, president, vice president and other senior management officer to meet expenditures incurred or to be incurred by him for the purpose of the Company or for the purpose of enabling him to perform his duties properly in accordance with a service contract approved by the shareholders in a general meeting; and (3) if the ordinary course of the business of the Company includes the provision of loans, the Company may make a loan to the relevant directors, supervisors, president, vice presidents and other senior management officers or their respective Associates, provided that they are provided on normal commercial terms.		
Article 197	If the Company provides any loans in violation of the preceding Article, the person receiving such loans shall repay them immediately, irrespective of the terms of the loans.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 198	A guarantee for the repayment of a loan which has been provided by the Company in breach of paragraph (1) of Article 196 shall not be enforceable against the Company, save for the following circumstances: (1) the guarantee was provided in connection with a loan made to an Associate of any of the directors, supervisors, president, vice presidents and other senior management officers of the Company or its holding company, and the lender of such funds did not know of the relevant circumstances at the time of the loan; or (2) the collateral provided by the Company has already been lawfully disposed of by the lender to a bona fide purchaser.	—	(Deleted this Article)
Article 199	For the purpose of the foregoing provisions of this Chapter, a "guarantee" includes any act where a guarantor assumes responsibility or provides property to ensure the obligator's performance of his obligations.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 200	In addition to the rights and remedies provided by laws and administrative regulations, when a director, supervisor, president, vice president or other senior management officer of the Company breaches the duties which he owes to the Company, the Company shall be entitled: (1) to demand such director, supervisor, president, vice president or other senior management officer compensate for the losses sustained by the Company as a result of his dereliction of duty; (2) to rescind any contract or transaction which has been entered into between the Company and such director, supervisor, president, vice president or other senior management officer or between the Company and a third party, where such party knew or should have known that such director, supervisor, president, vice president or other senior management officer representing the Company was in breach of his duty owed to the Company; (3) to demand such director, supervisor, president, vice president or other senior management officer account for the profits made as result of the breach of his obligations;	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(4) to recover any money which shall have been received by the Company but were received by such director, supervisor, president, vice president or other senior management officer instead, including (without limitation) any commissions; and (5) to demand repayment of interest earned or which may have been earned by such director, supervisor, president, vice president or other senior management officer on moneys which shall have been received by the Company.		
Article 201	The Company shall, with the prior approval of the shareholders' general meeting, enter into a contract in writing with a director or supervisor concerning his emoluments. The aforesaid emoluments may include: (1) emoluments in respect of his service as director, supervisor or senior management officer of the Company; (2) emoluments in respect of his service as director, supervisor or senior management officer of any subsidiary of the Company; (3) emoluments in respect of the provision of other services in connection with the management of the Company and any of its subsidiaries; and (4) payment by way of compensation for the directors or supervisor for his loss of office or retirement from office. A director or supervisor may not initiate legal proceedings against the Company for any benefits due to him concerning the above-mentioned matters, except pursuant to any contract described above.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 202	Contracts between the Company and its directors or supervisors with respect to emolument shall provide that in the event that the Company is to be acquired by others, the Company's directors and supervisors shall, subject to the prior approval of shareholders in a general meeting, have the right to receive compensation or other payment in respect of his loss of office or retirement. For the purposes of the preceding paragraph, the acquisition of the Company includes any of the following: (1) a tender offer made by any person to all the shareholders; or (2) a tender offer made by any person with the aim of making the offeror become a controlling shareholder. The definition of controlling shareholder shall be the same as that defined in Article 61 of the Company's Articles of Association. If the relevant director or supervisor does not comply with this Article, any sum so received by him shall belong to those persons who have sold their shares as a result of such offer. The expenses incurred in distributing such sum on a pro rata basis amongst such persons shall be borne by the relevant director or supervisor and shall not be paid out of such sum.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 203	The Company shall have a person in charge of finance. The person in charge of finace shall report to the Board of Directors and the president. The person in charge of finance shall perform the following duties: (1) being responsible for financial accounting and the preparation of financial reports, establishing and maintaining an internal control system in connection with financial reports, and being responsible for the authenticity of financial and accounting information; …… (3) being responsible for solvency management and participating in risk management; …… (6) performing other duties as required by the CBIRC or according to law. ……	Article 165	The Company shall have the person in charge of finance. The person in charge of finance shall report to the Board of Directors and the president. The person in charge of finance shall perform the following duties: (1) being responsible for financial accounting and the preparation of financial **and accounting** reports, establishing and maintaining an internal control system in connection with financial **and accounting** reports, and being responsible for the authenticity of financial and accounting information; …… (3) **being responsible for or participating in risk management and solvency management**~~being responsible for solvency management and participating in risk management~~; …… (6) performing other duties as required by the ~~CBIRC~~ **insurance regulatory authority under the State Council** or according to law ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Prior to signing documents such as financial reports and solvency reports, the person in charge of finance shall seek opinion in writing from senior management officers in charge of related business such as actuarial science, investment and risk management. If the conducts of the Company fall into the following conditions, the person in charge of finance shall, in accordance with his duties, promptly raise rectification proposal to the Board of Directors, president or related senior management officers. If the Board of Directors or president fails to take measures for rectification, the person in charge of finance shall report to the CBIRC and shall have the right to refuse to sign on related documents: ……		Prior to signing documents such as financial **and accounting** reports and solvency reports, the person in charge of finance shall seek opinion in writing from senior management officers in charge of related business such as actuarial science, investment and risk management. If the conducts of the Company fall into the following conditions, the person in charge of finance shall, in accordance with his duties, promptly raise rectification proposal to the Board of Directors, president or related senior management officers. If the Board of Directors or president fails to take measures for rectification, the person in charge of finance shall report to the ~~CBIRC~~ **insurance regulatory authority under the State Council** and shall have the right to refuse to sign on related documents: ……
Newly added	—	Article 166	**The Company shall appoint the chief actuary. The chief actuary shall report to the Board of Directors and the president.** **The chief actuary shall perform the following duties:** **(1) analyzing and studying empirical data, participating in formulating insurance product development strategies, determining insurance product rates, and reviewing insurance product materials;** **(2) being responsible for or participating in solvency management;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(3) developing or participating in developing reinsurance policies, and reviewing or participating in reviewing reinsurance arrangement plans; **(4) evaluating various reserves and related liabilities, and participating in budget management;** **(5) participating in formulating shareholder dividend distribution policies, and developing dividend distribution plans for insurance products such as participating insurance;** **(6) being responsible for or participating in asset-liability management;** **(7) participating in formulating operational rules and the systems for the payment of intermediary service fees such as handling charges and commissions;** **(8) reviewing and signing off on relevant publicly disclosed data and reports in accordance with the requirements of the insurance regulatory authority under the State Council and other relevant national departments;** **(9) reviewing and signing actuarial reports, embedded value reports, and other related documents as required by the insurance regulatory authority under the State Council;**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			(10) reporting significant risk exposures to the Company and the insurance regulatory authority under the State Council in accordance with regulatory requirements; and **(11) performing other duties as prescribed by the insurance regulatory authority under the State Council or the Company's Articles of Association.** **The chief actuary shall be entitled to access the data, documents, materials, and other relevant information necessary to perform his/her duties. The relevant departments and personnel of the Company shall not engage in illegal interference, conceal information, or provide false information. The chief actuary shall have the right to attend Board meetings related to matters within the scope of his/her duties and to provide professional opinions thereon.**
Chapter 17	Financial and Accounting Systems, Profit Distribution and Audit	Chapter 9	Financial and Accounting Systems, Profit Distribution and Audit Section 1 Financial and Accounting Systems Section 2 Internal Audit Section 3 Appointment of Accounting Firms
Article 204	The Company shall establish its financial and accounting systems in accordance with laws, administrative regulations and the requirements of the Chinese Accounting Standards formulated by the competent financial department of the State Council.	Article 167	The Company shall establish its financial and accounting systems in accordance with laws, administrative regulations and the requirements of ~~the Chinese Accounting Standards formulated by~~ the ~~competent~~ financial department of the State Council.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 206	At the end of each fiscal year, the Company shall prepare a financial report which shall be examined and verified in the manner prescribed by law. Financial and accounting reports shall be prepared in accordance with laws, administrative regulations and the requirements of the financial department of the State Council. Financial reports of the Company shall include: ……	Article 169	At the end of each fiscal year, the Company shall prepare a financial **and accounting** report which shall be ~~examined and verified~~**audited by an accounting firm** in the manner prescribed by law. Financial and accounting reports shall be prepared in accordance with laws, administrative regulations and the requirements of the financial department of the State Council. Financial **and accounting** reports of the Company shall include: ……
Article 207	The Company shall publish its annual financial and accounting report within four (4) months after the end of each fiscal year; the interim financial and accounting report shall be published within two (2) months after the end of the first six (6) months of each fiscal year; the quarterly financial and accounting report shall be published within one (1) month after the end of the first three (3) months and the first nine (9) months of each fiscal year, respectively.	Article 170	The Company shall ~~publish~~**submit and disclose** its annual financial and accounting report **to the branch of the CSRC and the stock exchange** within four (4) months after the end of each fiscal year **(or within the timeframe stipulated by the regulatory standards and listing rules of the place where the Company's shares are listed)**~~;~~ and ~~the~~**its** interim financial and accounting report ~~shall be published~~ within two (2) months after the end of the first six (6) months of each fiscal year **(or within the timeframe stipulated by the regulatory standards and listing rules of the place where the Company's shares are listed)**~~; the quarterly financial and accounting report shall be published within one (1) month after the end of the first three (3) months and the first nine (9) months of each fiscal year, respectively~~.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 208	Unless otherwise provided by applicable laws, regulations, listing rules of the place where the Company is listed and the Company's Articles of Association, the Board of Directors of the Company shall present to the shareholders, at every annual general meeting, the financial reports required by relevant laws, administrative regulations, and regulatory documents promulgated by the local government and competent authorities to be prepared by the Company.	—	(Deleted this Article)
Article 209	The Company's financial reports shall be made available for shareholders' inspection at the Company twenty (20) days before the date of an annual general meeting. Each shareholder of the Company shall be entitled to obtain a copy of the financial reports referred to in this Chapter. Unless otherwise provided by paragraph 2 of Article 259 of the Company's Articles of Association, the Company shall deliver to each shareholder of Overseas-Listed Foreign-Invested Shares by prepaid mail at the address registered in the register of shareholders such reports, together with copies of the report of the Board of Directors, at least twenty-one (21) days before the date of an annual general meeting.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 210	The financial statements of the Company shall, in addition to being prepared in accordance with the Chinese Accounting Standards and regulations, be prepared in accordance with either international accounting standards, or the accounting standards of the place outside the PRC where the Company's shares are listed. If there is any material difference between the financial statements prepared in accordance with the two accounting standards, such difference shall be stated in the notes to the financial statements. In distributing its after-tax profits for the relevant fiscal years, the lower of the two amounts shown in the financial statements shall be adopted.	—	(Deleted this Article)
Article 211	Any interim results or financial information published or disclosed by the Company must also be prepared and presented in accordance with the Chinese Accounting Standards and regulations, and also in accordance with the international accounting standards or the accounting standards of the place outside the PRC where the Company's shares are listed.	—	(Deleted this Article)
Article 212	The Company shall not have any accounting books other than those required by law.	Article 171	The Company shall not have any accounting books other than those required by law. **The funds of the Company shall not be deposited in accounts opened under any individual's name.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 213	The Company's after-tax profit shall be allocated in accordance with the following order: (1) making up for losses; (2) allocation of 10% of its after-tax profits to the statutory common reserve fund of the Company; (3) allocation to the discretionary common reserve fund as approved by a resolution of the shareholders' general meeting; and (4) payment of dividends in respect of ordinary shares. The Company shall not allocate dividends or carry out other allocations in the form of bonuses, before the Company has made up its losses and made allocations to the statutory common reserve fund. The profit distribution shall not be applied to shares held by the Company.	Article 172	The Company's after-tax profit shall be allocated in accordance with the following order: (1) making up for losses; (2) allocation of 10% of its after-tax profits to the statutory common reserve fund of the Company. **If the cumulative amount of the statutory common reserve fund exceeds 50% of the Company's registered capital, further allocation may be discontinued**; (3) allocation to the discretionary common reserve fund as approved by a resolution of the shareholders' ~~general~~ meeting; and (4) payment of dividends in respect of ordinary shares. The Company shall not allocate dividends or carry out other allocations in the form of bonuses, before the Company has made up its losses and made allocations to the statutory common reserve fund. **Where profits has been distributed to shareholders by the shareholders' meeting in breach of the Company Law, the shareholders shall return the profits distributed in breach of the provisions to the Company. If losses are caused to the Company, the shareholders and the responsible directors and senior management officers shall be liable for compensation.** The profit distribution shall not be applied to shares held by the Company.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 214	The Company will establish a Company Incentive Fund to be drawn once each year. The Company Incentive Fund shall mainly be used as incentives for the directors, supervisors, president, vice president, other senior management officers and employees of the Company, or as a source for the risk fund related to the duties performed by its directors, supervisors, president, vice president and other senior management officers. The detailed management measures for the fund will be formulated separately. The Company shall establish a liability insurance system for its directors, supervisors, president and other senior management officers.	Article 173	~~The Company will establish a Company Incentive Fund to be drawn once each year. The Company Incentive Fund shall mainly be used as incentives for the directors, supervisors, president, vice president, other senior management officers and employees of the Company, or as a source for the risk fund related to the duties performed by its directors, supervisors, president, vice president and other senior management officers. The detailed management measures for the fund will be formulated separately.~~ The Company shall establish a liability insurance system for its directors, ~~supervisors,~~ president and other senior management officers.
Article 215	The capital common reserve fund shall include the following: (1) the premiums obtained from the issue of shares in excess of the par value; and (2) other income required by the competent financial department of the State Council to be included in the capital common reserve fund.	Article 174	The capital common reserve fund shall include the following: (1) the premiums obtained from the issue of shares in excess of the par value; and (2) other ~~income~~ **items** required by the competent financial department of the State Council to be included in the capital common reserve fund.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 216	The common reserve fund of the Company shall be applied for the following purposes only: (1) to make up for losses, however, the capital common reserve fund will not be used for making up for the losses of the Company; (2) to expand the Company's production and operation; and (3) to convert the common reserve fund to additional capital. Where the Company may convert its common reserve fund into capital according to a resolution of the general meeting, the Company shall distribute new shares to its shareholders in proportion to their respective existing shareholdings or increase the par value of each share, provided, however, that when the statutory common reserve fund is converted to capital, the balance of the statutory common reserve fund shall not fall below 25% of the registered capital before the conversion.	Article 175	The common reserve fund of the Company shall be applied for the following purposes only: (1) to make up for losses~~, however, the capital common reserve fund will not be used for making up for the losses of the Company~~; (2) to expand the Company's production and operation; and (3) to convert the common reserve fund to additional capital. ~~Where the Company may convert its common reserve fund into capital according to a resolution of the general meeting, the Company shall distribute new shares to its shareholders in proportion to their respective existing shareholdings or increase the par value of each share, provided, however, that w~~**W**hen the statutory common reserve fund is converted to **additional registered** capital, the balance of the statutory common reserve fund shall not fall below 25% of the registered capital before the conversion. **When the reserve fund is used to make up for the losses of the Company, the discretionary common reserve fund and the statutory common reserve fund shall be utilized first. If they cannot make up for the losses, the capital common reserve fund may be used in accordance with relevant requirements.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Newly added	—	Article 176	**Where the Company still has losses after making up for its losses in accordance with the requirements of paragraph 2 of the preceding Articles, the Company may reduce its registered capital to make up for the losses. If the registered capital is reduced to make up for losses, the Company shall make no distribution to shareholders, nor shall it exempt shareholders from their obligation to pay capital contributions or share payments.** **If the registered capital is reduced in accordance with the requirements of the preceding paragraph, the requirements in paragraph 2 of Article 25 of these Articles of Association shall not apply, but an announcement shall be made through the National Enterprise Credit Information Publicity System within thirty (30) days from the date when the shareholders' meeting makes a resolution to reduce the registered capital.** **After the Company reduces its registered capital in accordance with the requirements of the preceding two paragraphs, the Company shall not distribute profits until the cumulative amount of the statutory common reserve fund and the discretionary common reserve fund reaches 50% of the registered capital of the Company.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 217	The basic principles of the Company's profit distribution shall be as follows: (1) the Company shall take the investment return for investors into full account and allocate the required percentage of the Company's realised distributable profits to shareholders as dividends each year; (2) the Company shall maintain a sustainable and steady profit distribution policy and at the same time take into consideration the Company's long-term interest, general interest of all the shareholders and the sustainable development of the Company; and (3) the Company shall give priority to cash dividends as its profit distribution manner. "distributable profits" means the Company's after-tax profits for the year, less any reserve fund for making up for losses and the statutory funds required to be allocated by the Company in accordance with the relevant requirements.	Article 177	The basic principles of the Company's profit distribution shall be as follows: (1) the Company shall take the investment return for investors into full account and allocate the required percentage of the Company's realised distributable profits to shareholders as dividends each year; (2) the Company shall maintain a sustainable and steady profit distribution policy and at the same time take into consideration ~~the Company's long-term interest,~~ general interest of all the shareholders and the sustainable development of the Company; and (3) the Company shall give priority to cash dividends as its profit distribution manner. "distributable profits" means the Company's after-tax profits for the year, less any reserve fund for making up for losses and the statutory funds required to be allocated by the Company in accordance with the relevant requirements.
Article 218	The specific policy of the Company on profit distribution shall be as follows: ……	Article 178	The specific policy of the Company on profit distribution shall be as follows: ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(2) specific conditions and proportion for the Company's cash dividend distribution: If the Company makes profits in a given year and the cumulative undistributed profit is positive, the Company shall distribute dividends in the form of cash and the cumulative profits distributed in cash over the past three years by the Company shall be no less than thirty percent (30%) of the Company's average annual distributable profits. If the Company's solvency ratio is less than one hundred percent (100%) of the regulatory requirement, the Company shall not distribute profits to its shareholders. If the Company's solvency ratio is less than one hundred and fifty percent (150%) of the regulatory requirement, the lower of the following two shall be used as the basis for profit distribution: (I) the distributable profit as ascertained under the Accounting Standards for Business Enterprises; and (II) the residual overall income ascertained pursuant to the preparation rules of the Company's solvency report. ……		(2) specific conditions and proportion for the Company's cash dividend distribution: If the Company makes profits in a given year and the cumulative undistributed profit is positive, the Company shall distribute dividends in the form of cash and the cumulative profits distributed in cash over the past three years by the Company shall be no less than thirty percent (30%) of the Company's average annual distributable profits. **The specific ratio of cash dividend distribution of the Company will be determined by taking into full consideration of factors such as profitability, solvency status, and the need of the Company for sustainable development.** If the Company's solvency ratio **does not meet** ~~is less than one hundred percent (100%) of~~ the regulatory requirement**s**, the Company shall not distribute profits to its shareholders. ~~If the Company's solvency ratio is less than one hundred and fifty percent (150%) of the regulatory requirement, the lower of the following two shall be used as the basis for profit distribution:~~ ~~(I) the distributable profit as ascertained under the Accounting Standards for Business Enterprises; and~~ ~~(II) the residual overall income ascertained pursuant to the preparation rules of the Company's solvency report.~~ ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 219	The procedures for reviewing the Company's profit distribution proposal shall be as follows: The Company's profit distribution proposal shall be reviewed by the Board of Directors of the Company. The Board of Directors shall have a sufficient discussion of the reasonableness of the profit distribution proposal. After a special resolution regarding the proposal is reached and independent opinions have been given by the independent directors, the proposal shall be submitted to the general meeting for approval. In reviewing the profit distribution proposal, the Company shall provide online voting mechanism to the shareholders. When deliberating on specific cash dividend proposal by the general meeting, the Company shall make active communication with shareholders, especially small- and medium-sized shareholders, through various channels. The Company shall also fully solicit opinions and appeals from shareholders, and give timely reply to concerns of small- and medium- sized shareholders.	Article 179	The procedures for reviewing the Company's profit distribution proposal shall be as follows: The Company's **annual** profit distribution proposal shall be ~~reviewed~~ fully discussed by the Board of Directors of the Company~~.~~ ~~The Board of Directors shall have a sufficient discussion of~~ with respect to the reasonableness of the ~~profit distribution~~ proposal. After a special resolution regarding the proposal is reached and independent opinions have been given by the independent directors, the proposal shall be submitted to the ~~general~~**shareholders'** meeting for approval. ~~In reviewing the profit distribution proposal, the Company shall provide online voting mechanism to the shareholders.~~ When deliberating on specific cash dividend proposal by the Company's ~~general~~ meeting, the Company shall make active communication with shareholders, especially small- and medium-sized shareholders, through various channels. The Company shall also fully solicit opinions and appeals from shareholders, and give timely reply to concerns of small- and medium-sized shareholders.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			When the shareholders' meeting reviews the annual profit distribution proposal, it may review and approve the conditions for distribution of interim cash dividends next year, cap on distribution proportion, and cap on distribution amount. The cap on dividend distribution shall not exceed the net profit attributable to the shareholders of the parent company for the corresponding period. The Board of Directors shall formulate a specific interim dividend distribution proposal based on the resolution of the shareholders' meeting and under the conditions that meet profit distribution. After a resolution is made by the shareholders' meeting on the profit distribution proposal, or after the Board of Directors formulates a specific proposal based on the conditions and cap for the interim dividend distribution next year as approved by the shareholders' meeting, the distribution of dividends (or shares) shall be completed within two (2) months.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 220	Amendments to the Company's profit distribution policy: In the event of force majeure, such as war or natural disasters; or changes in external business environment that have a significant impact on the Company's operations, or substantial changes in the Company's own operating conditions, the Company may adjust its profit distribution policy. The adjustment of the profit distribution policy shall be fully discussed by the Board of Directors. After a special resolution regarding the policy is reached and independent opinions have been given by the independent directors, the policy shall be submitted to the general meeting for approval by way of a special resolution. In reviewing changes to the profit distribution policy, the Company shall provide shareholders with an online voting method.	Article 180	Amendments to the Company's profit distribution policy: In the event of force majeure, such as war or natural disasters; or changes in external business environment that have a significant impact on the Company's operations, or substantial changes in the Company's own operating conditions, the Company may adjust its profit distribution policy. The adjustment of the profit distribution policy shall be fully discussed by the Board of Directors. After a special resolution regarding the policy is reached and independent opinions have been given by the independent directors, the policy shall be submitted to the ~~general~~ **shareholders'** meeting for approval by way of a special resolution. ~~In reviewing changes to the profit distribution policy, the Company shall provide shareholders with an online voting method.~~
Article 222	The Company shall calculate and declare and pay dividends and other amounts to holders of Domestic-Invested Shares in Renminbi. The Company shall calculate and declare dividends or other payments to holders of Overseas-Listed Foreign-Invested Shares in Renminbi and pay such amounts in the currency of the place in which such Overseas-Listed Foreign-Invested Shares are listed (if such shares are listed in more than one place, then in the currency of the principal place in which such shares are listed as determined by the Board of Directors of the Company).	Article 182	The Company shall calculate and declare and pay dividends and other amounts to holders of Domestic-Invested Shares in Renminbi. The Company shall calculate and declare dividends or other payments to holders of Overseas-Listed Foreign-Invested Shares in Renminbi and pay such amounts in the currency of the place in which such Overseas-Listed Foreign-Invested Shares are listed **or Renminbi** ~~(if such shares are listed in more than one place, then in the currency of the principal place in which such shares are listed as determined by the Board of Directors of the Company)~~. **The Company may provide holders of Overseas-Listed Foreign-Invested Shares with the option to receive dividends or other payments in either the currency of the place in which such Foreign-Invested Shares are listed or Renminbi.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 223	When the Company pays dividends and other amounts to holders of Foreign-Invested Shares, it shall comply with the relevant foreign exchange control regulations of the PRC. If there are no specific regulations, the applicable exchange rate shall be the average closing rate for the relevant foreign currency as announced by the Peoples' Bank of China during the week prior to the announcement of the distribution of dividends and other amounts.	Article 183	When the Company pays dividends and other amounts to holders of Foreign-Invested Shares **in the currency of the place in which such Foreign-Invested Shares are listed**, it shall comply with the relevant foreign exchange control regulations of the PRC. If there are no specific regulations, the applicable exchange rate shall be the average closing rate for the relevant foreign currency as announced by the Peoples' Bank of China during the week prior to the announcement of the distribution of dividends and other amounts.
Article 224	…… The receiving agents appointed by the Company shall compy with the laws of the place where the Company's shares are listed or the relevant requirements of stock exchanges. The receiving agents appointed for holders of the Overseas-Listed Foreign-Invested Shares listed in Hong Kong shall each be a company registered as a trust company under the Trustee Ordinance of Hong Kong. ……	Article 184	…… The receiving agents appointed by the Company shall comply with the laws of the place where the Company's shares are listed or the relevant requirements of stock exchanges. ~~The receiving agents appointed for holders of the Overseas-Listed Foreign-Invested Shares listed in Hong Kong shall each be a company registered as a trust company under the Trustee Ordinance of Hong Kong.~~ ……
Article 225	The Company shall implement an internal audit system and appoint full time auditors to carry out internal auditing and supervision of the Company's income and expenses and economic activities.	Article 185	The Company shall implement an internal audit system ~~and appoint full time auditors to carry out internal auditing and supervision of the Company's income and expenses and economic activities~~**, which clarifies the leadership structure, responsibilities and authorities, staffing, funding assurance, use of audit results, and accountability in relation to internal audit. The internal audit system of the Company shall be implemented after it is approved by the Board of Directors**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			The Company's internal audit body shall be accountable to the Board of Directors, and shall be subject to the supervision and guidance of the audit committee during its supervision and inspection of the Company's business activities, risk management, internal control, and financial information. If the internal audit body discovers significant issues or leads, it shall immediately and directly report to the audit committee. **The Company shall establish and effectively implement an internal control evaluation mechanism, issue an annual internal control evaluation report and related materials, and submit them to the audit committee for review.** **When the audit committee communicates with external audit entities such as accounting firms and national audit institutions, the internal audit body shall actively cooperate by providing necessary support and collaboration.**
Article 226	The Company's internal audit system and the responsibilities of the audit personnel shall be carried out after obtaining approval by the Board of Directors. The audit director shall be accountable and report to the Board of Directors.	Article 186	**The Company shall appoint the person in charge of audit who is shall be accountable to the Board of Directors, and shall be appointed and dismissed by the Board. The person in charge of audit shall regularly report to the Board of Directors and its audit committee. The audit committee shall be involved in assessing the performance of the Company's person in charge of audit.** ~~The Company's internal audit system and the responsibilities of the audit personnel shall be carried out after obtaining approval by the Board of Directors. The audit director shall be accountable and report to the Board of Directors.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Chapter 18	Engagement of Accounting Firms	—	Consolidated to Chapter 9
Article 227	The Company shall engage an independent accounting firm which is qualified under the relevant national requirements to audit the Company's annual financial report and review the Company's other financial reports. The first accounting firm may be engaged by an inaugural meeting of the Company before the first annual general meeting. The accounting firm so appointed shall hold the office until the conclusion of the first annual general meeting. If the inaugural meeting does not exercise the powers under the preceding paragraph, those powers shall be exercised by the Board of Directors.	Article 187	~~The Company shall engage an independent accounting firm which is qualified under the relevant national requirements to audit the Company's annual financial report and review the Company's other financial reports. The first accounting firm may be engaged by an inaugural meeting of the Company before the first annual general meeting. The accounting firm so appointed shall hold the office until the conclusion of the first annual general meeting. If the inaugural meeting does not exercise the powers under the preceding paragraph, those powers shall be exercised by the Board of Directors.~~ **The Company shall engage an accounting firm that complies with the requirements of the Securities Law to audit financial statements, perform net assets verification, and provide other related consulting services.** **In this Chapter, the term "accounting firm" refers to the accounting firm that conducts regular and statutory audit on the Company's financial and accounting reports.**
Article 228	The term of engagement of an accounting firm engaged by the Company shall be one (1) year, commencing from the conclusion of the annual general meeting and expiring at the conclusion of the next annual general meeting. Upon the expiry of such term, the relevant accounting firm may be re-appointed.	Article 188	The term of engagement of an accounting firm engaged by the Company shall be one (1) year, commencing from the conclusion of the annual ~~general~~ **shareholders'** meeting and expiring at the conclusion of the next annual ~~general~~ **shareholders'** meeting. Upon the expiry of such term, the relevant accounting firm may be re-appointed.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 229	The accounting firm engaged by the Company shall enjoy the following rights: (1) the right to inspect the books, records and vouchers of the Company at any time, the right to require the directors, president, vice presidents and other senior management officers of the Company to provide relevant information and explanations; (2) the right to require the Company to take all reasonable steps to obtain from its subsidiaries such information and explanations as are necessary for the discharge of its duties; and (3) the right to attend shareholders' general meetings and to receive notices of, and other communications relating to, any shareholders' general meeting which any shareholder is entitled to receive, and to speak at any shareholders' general meeting in relation to matters concerning its role as accounting firm of the Company.	Article 189	**The Company guarantees that the accounting vouchers, accounting books, financial and accounting reports, and other accounting materials provided to the accounting firm engaged by it are true and complete. The Company shall not refuse to provide or conceal information and shall not provide false information.** ~~The accounting firm engaged by the Company shall enjoy the following rights:~~ ~~(1) the right to inspect the books, records and vouchers of the Company at any time, the right to require the directors, president, vice presidents and other senior management officers of the Company to provide relevant information and explanations;~~ ~~(2) the right to require the Company to take all reasonable steps to obtain from its subsidiaries such information and explanations as are necessary for the discharge of its duties; and~~ ~~(3) the right to attend shareholders' general meetings and to receive notices of, and other communications relating to, any shareholders' general meeting which any shareholder is entitled to receive, and to speak at any shareholders' general meeting in relation to matters concerning its role as accounting firm of the Company.~~
Article 230	If there is a vacancy in the position of accounting firm of the Company, the Board of Directors may appoint an accounting firm to fill such vacancy before the convening of a shareholders' general meeting. If, however, there are other accounting firms of the Company in office during the vacancy, such accounting firm may continue to its duties.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 231	The shareholders in a general meeting may, by ordinary resolution, decide to dismiss the accounting firm before the expiration of its term of office, irrespective of the provisions in the contract between the accounting firm and the Company. The rights of the accounting firm to claim compensation from the Company due to its dismissal, if any, shall not be affected thereby.	Article 190	The shareholders in a ~~general~~ meeting may, by ordinary resolution, decide to dismiss the accounting firm before the expiration of its term of office, irrespective of the provisions in the contract between the accounting firm and the Company. The rights of the accounting firm to claim compensation from the Company due to its dismissal, if any, shall not be affected thereby.
Article 232	The remuneration of an accounting firm or the manner in which such firm is to be remunerated shall be determined by the shareholders in a general meeting. The remuneration of an accounting firm engaged by the Board of Directors shall be determined by the Board of Directors.	Article 191	The remuneration of an accounting firm or the manner in which such firm is to be remunerated shall be determined by the shareholders in a ~~general~~ **shareholders'** meeting. ~~The remuneration of an accounting firm engaged by the Board of Directors shall be determined by the Board of Directors.~~
Article 233	The Company's appointment, removal or non-reappointment of an accounting firm shall be resolved by the shareholders in a general meeting. Such resolution shall be filed with the securities authority of the State Council.	Article 192	The Company's appointment, removal or non-reappointment of an accounting firm shall**, upon the consent of a majority of all members of the audit committee, be submitted to the Board of Directors for consideration and then** be resolved by the shareholders in a ~~general~~**shareholders'** meeting. **The Board of Directors shall not appoint any accounting firm prior to the decision of the shareholders' meeting.** ~~Such resolution shall be filed with the securities authority of the State Council.~~ **The audit committee shall make recommendations to the Board of Directors with regard to issues such as the appointment and dismissal of external auditing firms and their remuneration, and shall be responsible for the implementation of specific matters.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Where it is proposed that any resolution be passed at a shareholders' general meeting concerning the appointment of an accounting firm, which is not an incumbent accounting firm, to fill a casual vacancy in the office of the accounting firm, or to reappoint a retiring auditor which was appointed by the Board of Directors to fill a casual vacancy, or to remove the accounting firm before the expiration of its term of office, the following provisions shall apply: (1) A copy of the appointment or removal proposal shall be sent (before notice of meeting is given to the shareholders) to the firm proposed to be appointed or proposing to leave its post or the firm which has left its post in the relevant fiscal year. For the purpose of this Article, "leaving" includes leaving by removal, resignation and retirement. (2) If the firm leaving its post makes representations in writing and requests the Company to give the shareholders notice of such representation, the Company shall (unless the representations have been received too late) take the following measures: (I) in any notice of the resolution given to shareholders, state the fact of the representations having been made; and		~~Where it is proposed that any resolution be passed at a shareholders' general meeting concerning the appointment of an accounting firm, which is not an incumbent accounting firm, to fill a casual vacancy in the office of the accounting firm, or to reappoint a retiring auditor which was appointed by the Board of Directors to fill a casual vacancy, or to remove the accounting firm before the expiration of its term of office, the following provisions shall apply:~~ ~~(1) A copy of the appointment or removal proposal shall be sent (before notice of meeting is given to the shareholders) to the firm proposed to be appointed or proposing to leave its post or the firm which has left its post in the relevant fiscal year.~~ ~~For the purpose of this Article, "leaving" includes leaving by removal, resignation and retirement.~~ ~~(2) If the firm leaving its post makes representations in writing and requests the Company to give the shareholders notice of such representation, the Company shall (unless the representations have been received too late) take the following measures:~~ ~~(I) in any notice of the resolution given to shareholders, state the fact of the representations having been made; and~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(II) attach a copy of the representations to the notice and deliver it to the shareholders in the manner stipulated in the Company's Articles of Association. (3) If the Company fails to send out the firm's representations in the manner set out in sub-paragraph (2) above, such firm may require that the representations be read out at the shareholders' general meeting and may lodge further complaints. (4) An accounting firm which is leaving its post shall be entitled to attend the following shareholders' general meetings: (I) the general meeting at which its term of office would otherwise have expired; (II) the general meeting at which it is proposed to fill the vacancy caused by its removal; and (III) the general meeting which convened as a result of its resignation. The accounting firm which is leaving its post shall be entitled to receive all notices of, and other communications relating to, any such meeting, and to speak at any such meeting in relation to matters concerning its role as the former accounting firm of the Company.		~~(II) attach a copy of the representations to the notice and deliver it to the shareholders in the manner stipulated in the Company's Articles of Association.~~ ~~(3) If the Company fails to send out the firm's representations in the manner set out in sub-paragraph (2) above, such firm may require that the representations be read out at the shareholders' general meeting and may lodge further complaints.~~ ~~(4) An accounting firm which is leaving its post shall be entitled to attend the following shareholders' general meetings:~~ ~~(I) the general meeting at which its term of office would otherwise have expired;~~ ~~(II) the general meeting at which it is proposed to fill the vacancy caused by its removal; and~~ ~~(III) the general meeting which convened as a result of its resignation.~~ ~~The accounting firm which is leaving its post shall be entitled to receive all notices of, and other communications relating to, any such meeting, and to speak at any such meeting in relation to matters concerning its role as the former accounting firm of the Company.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 234	Prior notice shall be given to the accounting firm if the Company decides to remove such accounting firm or not to renew the appointment thereof. Such accounting firm shall be entitled to make representations at the shareholders' general meeting. Where the accounting firm resigns from its position, it shall make clear to the shareholders in a general meeting whether there has been any impropriety on the part of the Company. An accounting firm may resign from its position by depositing at the Company's legal address a resignation notice which shall become effective on the date of such deposit or on such later date as may be stipulated in such notice. Such notice shall contain the following statements: (1) a statement to the effect that there are no circumstances connected with its resignation which it believes should be brought to the notice of the shareholders or creditors of the Company; or (2) a statement of any such circumstances.	Article 193	Prior notice shall be given to the accounting firm if the Company decides to remove such accounting firm. or not to renew the appointment thereof. **When voting is conducted at the shareholders' meeting with respect to the removal of the accounting firm,** such accounting firm shall be **allowed** ~~entitled~~ to make representations ~~at the shareholders' general meeting~~. Where the accounting firm resigns from its position, it shall make clear to the shareholders in a ~~general~~ **shareholders'** meeting whether there has been any impropriety on the part of the Company. ~~An accounting firm may resign from its position by depositing at the Company's legal address a resignation notice which shall become effective on the date of such deposit or on such later date as may be stipulated in such notice. Such notice shall contain the following statements:~~ ~~(1) a statement to the effect that there are no circumstances connected with its resignation which it believes should be brought to the notice of the shareholders or creditors of the Company; or~~ ~~(2) a statement of any such circumstances.~~

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Where a notice is deposited under the preceding sub-paragraph, the Company shall within fourteen (14) days send a copy of the notice to the relevant governing authority. If the notice contains a statement under the preceding two sub-paragraphs, a copy of such statement shall be placed at the Company for shareholders' inspection. Unless otherwise provided under paragraph 2 of Article 259 of the Company's Articles of Association, the Company shall also send a copy of such statement by prepaid mail to every shareholder of Overseas-Listed Foreign-Invested Shares at the address registered in the register of shareholders. Where the accounting firm's notice of resignation contains a statement of circumstances, the accounting firm may require the Board of Directors to convene an extraordinary general meeting for the purpose of receiving an explanation of the circumstances connected with its resignation.		~~Where a notice is deposited under the preceding sub-paragraph, the Company shall within fourteen (14) days send a copy of the notice to the relevant governing authority. If the notice contains a statement under the preceding two sub-paragraphs, a copy of such statement shall be placed at the Company for shareholders' inspection. Unless otherwise provided under paragraph 2 of Article 259 of the Company's Articles of Association, the Company shall also send a copy of such statement by prepaid mail to every shareholder of Overseas-Listed Foreign-Invested Shares at the address registered in the register of shareholders.~~ ~~Where the accounting firm's notice of resignation contains a statement of circumstances, the accounting firm may require the Board of Directors to convene an extraordinary general meeting for the purpose of receiving an explanation of the circumstances connected with its resignation.~~
Chapter 19	Insurance	Chapter 10	The Company's Basic Management System
Chapter 20	The Company's Basic Management System		

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 237	The Company shall formulate internal governance policies on connected transactions for the purpose of regulating connected transactions between the Company and its related parties in accordance with applicable laws, regulations and regulatory requirements and shall report to competent regulatory authorities or disclose connected transactions promptly pursuant to applicable provisions.	Article 195	The Company shall formulate internal governance policies on connected transactions for the purpose of regulating connected transactions between the Company and its related parties in accordance with applicable laws, regulations and regulatory requirements and shall report to competent regulatory authorities or disclose connected transactions promptly pursuant to applicable provisions. **The shareholders' meeting, the Board of Directors, the audit committee, and senior management of the Company shall perform the duties of reviewing, managing, and supervising connected transactions in accordance with relevant laws, administrative regulations, departmental rules, regulatory documents, and the listing rules of the place where the Company is listed.**
Chapter 21	Trade Unions	—	Consolidated to Chapter 10
Chapter 22	Merger and Division of the Company	Chapter 12	Mereger, Division, Dissolution and Liquidation of the Company Section 1 Merger and Division Section 2 Dissolution and Liquidation

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 243	In the event of the merger or division of the Company, a plan shall be presented by the Company's Board of Directors and shall be approved in accordance with the procedures stipulated in the Company's Articles of Association. The Company shall then go through the relevant approval process. A shareholder who objects to the plan of merger or division shall have the right to demand the Company or the shareholders who consent to the plan of merger or division to acquire such dissenting shareholders' shares at a fair price. The contents of the resolution of merger or division of the Company shall constitute special documents which shall be available for inspection by the shareholders of the Company. Unless otherwise provided by second paragraph of Article 259 of the Company's Articles of Association, the aforesaid documents shall be sent by mail to holders of Overseas-Listed Foreign-Invested Shares to the address registered in the register of shareholders.	—	(Deleted this Article)

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 244	The merger of the Company may take the form of either merger by absorption or merger by the establishment of a new company. In the event of a merger, the merging parties shall execute a merger agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's merger resolution and shall publish a public notice in a newspaper within thirty (30) days of the date of the Company's merger resolution. ……	Article 207	The merger of the Company may take the form of either merger by absorption or merger by the establishment of a new company. In the event of a merger, the merging parties shall execute a merger agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's merger resolution and shall publish a public notice in a newspaper **or through the National Enterprise Credit Information Publicity System** within thirty (30) days of the date of the Company's merger resolution. ……
Article 245	Where there is a division of the Company, its assets shall be divided up accordingly. In the event of division of the Company, the parties to such division shall execute a division agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's division resolution and shall publish a public notice in a newspaper within thirty (30) days of the date of the Company's division resolution. ……	Article 208	Where there is a division of the Company, its assets shall be divided up accordingly. In the event of division of the Company, the parties to such division shall execute a division agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within ten (10) days of the date of the Company's division resolution and shall publish a public notice in a newspaper **or through the National Enterprise Credit Information Publicity System** within thirty (30) days of the date of the Company's division resolution. ……
Article 246	…… Any merger, division, capital increase and decrease of the Company shall be submitted to the CBIRC for approval.	Article 209	…… Any merger, division, capital increase and decrease of the Company shall be submitted to the ~~CBIRC~~ **insurance regulatory authority under the State Council** for approval.
Chapter 23	Dissolution and Liquidation of the Company	—	Consolidated to Section 2 of Chapter 12

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 249	Where the Board of Directors decides to liquidate the Company for any reason other than the Company's declaration of its own insolvency, the Board shall include in its notice convening a shareholders' general meeting for such purpose a statement that after making full inquiry into the affairs of the Company, the Board of Directors is of the opinion that the Company will be able to pay its debts in full within twelve (12) months from the commencement of the liquidation. Upon the passing of the resolution by the shareholders in a general meeting for the liquidation of the Company, all functions and powers of the Board of Directors shall cease immediately. The liquidation committee shall act in accordance with the instructions of the shareholders' general meeting to make a report at least once every year to the shareholders' general meeting on the committee's income and expenses, the business of the Company and the progress of the liquidation; and to present a final report to the shareholders' general meeting on completion of the liquidation. The liquidation of the Company shall be supervised and guided by the CBIRC.	Article 212	**If the Company dissolves due to the reason of statutory dissolution, it shall make public the reason for dissolution through the National Enterprise Credit Information Publicity System within ten (10) days of the occurrence of the reasons of dissolution and form a liquidation committee within fifteen (15) days to carry out liquidation. The liquidation committee shall consist of directors, except as otherwise stipulated in these Articles of Association or unless it is resolved at the shareholders' meeting to appoint other persons. If the Company does not establish the liquidation committee within the stipulated period or does not carry out liquidation after the establishment of the liquidation committee, interested parties may apply to the people's court for appointment of relevant persons to establish a liquidation committee to proceed with liquidation. If the liquidation obligors cause losses to the Company or creditors due to the failure on their part to fulfill liquidation obligations in a timely manner, they shall be liable for compensation.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			~~Where the Board of Directors decides to liquidate the Company for any reason other than the Company's declaration of its own insolvency, the Board shall include in its notice convening a shareholders' general meeting for such purpose a statement that after making full inquiry into the affairs of the Company, the Board of Directors is of the opinion that the Company will be able to pay its debts in full within twelve (12) months from the commencement of the liquidation.~~ ~~Upon the passing of the resolution by the shareholders in a general meeting for the liquidation of the Company, all functions and powers of the Board of Directors shall cease immediately.~~ ~~The liquidation committee shall act in accordance with the instructions of the shareholders' general meeting to make a report at least once every year to the shareholders' general meeting on the committee's income and expenses, the business of the Company and the progress of the liquidation; and to present a final report to the shareholders' general meeting on completion of the liquidation.~~ The liquidation of the Company shall be supervised and guided by the ~~CBIRC~~ **insurance regulatory authority under the State Council**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 250	The liquidation committee shall, within ten (10) days of its establishment, send notices to creditors and shall, within sixty (60) days of its establishment, publish a public announcement in a newspaper. Creditors shall, within thirty (30) days from the date of receipt of the notice, or in the case of failure to receive such notice, within forty-five (45) days from the date of the public announcement, declare their claims to the liquidation committee. In declaring their claims, creditors shall specify relevant details of the claims and provide supporting matterials. The liquidation committee shall register the claims. In the course of declaring claims, the liquidation committee shall not make any repayments to creditors.	Article 213	The liquidation committee shall, within ten (10) days of its establishment, send notices to creditors and shall, within sixty (60) days of its establishment, publish a public announcement in a newspaper **or through the National Enterprise Credit Information Publicity System**. Creditors shall, within thirty (30) days from the date of receipt of the notice, or in the case of failure to receive such notice, within forty-five (45) days from the date of the public announcement, declare their claims to the liquidation committee. In declaring their claims, creditors shall specify relevant details of the claims and provide supporting matterials. The liquidation committee shall register the claims. In the course of declaring claims, the liquidation committee shall not make any repayments to creditors.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 251	During the liquidation period, the liquidation committee shall exercise the following functions and powers: …… (6) to deal with the surplus assets remaining after the Company's debts have been repaid; and …… (7) to represent the Company in any civil proceedings.	Article 214	During the liquidation period, the liquidation committee shall exercise the following functions and powers: …… (6) to ~~deal with~~**distribute** the surplus assets remaining after the Company's debts have been repaid; and …… (7) to represent the Company in any civil proceedings. **Members of the liquidation committee shall perform their liquidation duties and assume the obligation of loyalty and diligence. Should members of the liquidation committee neglect their liquidation duties, resulting in losses to the Company, they shall be liable for compensation. If they cause losses to the creditors due to intentional or gross negligence, they shall also be liable for compensation.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 252	After the liquidation committee has sorted out the Company's assets and prepared a balance sheet and an inventory of assets, it shall prepare a liquidation plan and present it to a shareholders' general meeting or to the people's court for confirmation. …… Any surplus assets of the Company remaining after its debts have been repaid in accordance with the provisions of the preceding paragraph shall be distributed to its shareholders according to the class of shares and the proportion of shares held. ……	Article 215	After the liquidation committee has sorted out the Company's assets and prepared a balance sheet and an inventory of assets, it shall ~~prepare~~ **formulate** a liquidation plan and present it to a shareholders' ~~general~~ meeting or to the people's court for confirmation. …… Any surplus assets of the Company remaining after its debts have been repaid in accordance with the provisions of the preceding paragraph shall be distributed to its shareholders according to the class of shares and the proportion of shares held. ……
Article 253	If, after sorting out the Company's assets and preparing a balance sheet and an inventory of assets, the liquidation committee discovers that the Company's assets are insufficient to repay the Company's debts in full, it shall immediately apply to the people's court for a declaration of bankruptcy of the Company. After the Company is declared bankrupt by a ruling of the people's court, the liquidation committee shall hand over all matters arising from the liquidation to the people's court.	Article 216	If, after sorting out the Company's assets and preparing a balance sheet and an inventory of assets, the liquidation committee discovers that the Company's assets are insufficient to repay the Company's debts in full, it shall immediately apply to the people's court for a ~~declaration of~~ bankruptcy **liquidation** of the Company. After the ~~Company is declared bankrupt~~ **bankruptcy application is accepted** by ~~a ruling of~~ the people's court, the liquidation committee shall hand over all matters arising from the liquidation to **a bankruptcy administrator designated by** the people's court.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 254	Following the completion of the liquidation of the Company, the liquidation committee shall prepare a liquidation report, an income and expenditure statement and financial account for the period of liquidation and, after they are verified by a Chinese certified public accountant, submit them to the shareholders' general meeting or the insurance regulatory authority for confirmation. The liquidation committee shall, within thirty (30) days from the confirmation of the shareholders' general meeting or relevant competent authorities, submit the above-mentioned documents to the company registration authority for cancellation of registration of the Company, and publish a public announcement relating to the termination of the Company.	Article 217	Following the completion of the liquidation of the Company, the liquidation committee shall prepare a liquidation report, ~~an income and expenditure statement and financial account for the period of liquidation and, after they are verified by a Chinese certified public accountant,~~ **and** submit ~~them~~ **it** to the shareholders' ~~general~~ meeting or the **people's court** and the insurance regulatory authority **under the State Council** for confirmation~~.~~ ~~The liquidation committee shall, within thirty (30) days from the confirmation of the shareholders' general meeting or relevant competent authorities~~, **and** ~~submit the above-mentioned documents~~ to the company registration authority for cancellation of registration of the Company~~, and publish a public announcement relating to the termination of the Company~~.
Chapter 24	Procedures for Amendment of the Company's Articles of Association	Chapter 13	Amendments to these Articles of Association

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 255	The Company may amend these Articles of Association in accordance with the requirements of laws, administrative regulations and the Company's Articles of Association. Upon occurrence of the following events, the Company shall hold a shareholders' general meeting within three (3) months to amend these Articles of Association: (1) these Articles of Association is contradictory to the amended version of the Company Law, the Insurance Law or other applicable laws, administrative regulations or regulatory requirements; (2) there is any change to fundamental matters outlined in these Articles of Association or to the relevant rights, obligations, duties, procedural rules specified therein; or (3) other matters requiring amendments to these Articles of Association.	Article 218	The Company may amend these Articles of Association in accordance with the requirements of laws, administrative regulations and the Company's Articles of Association. Upon occurrence of the following events, the Company shall ~~hold a shareholders' general meeting within three (3) months to~~ amend these Articles of Association: (1) if these Articles of Association is contradictory to the amended version of the Company Law, the Insurance Law or other applicable laws, administrative regulations or regulatory requirements; (2) if there is any change to fundamental matters outlined in these Articles of Association or to the relevant rights, obligations, duties, procedural rules specified therein; ~~or~~ (3) **if the amendments to these Articles of Association is decided by the shareholders' meeting; or** **(4)** other matters requiring amendments to these Articles of Association.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 256	The Company's Articles of Association shall be amended according to the following procedures: (1) shareholders or entities with right to raise proposal submit the proposal to amend these Articles of Association to the shareholders' general meeting; (2) the proposal of amendment to these Articles of Association is voted on at the shareholders' general meeting, and the resolution must be passed by more than two-thirds of the voting rights held by the shareholders present at the meeting; (3) the Company submits the application for amendment to these Articles of Association to the CBIRC; (4) the Company amends these Articles of Association in accordance with the comments of the CBIRC. If the amended Articles of Association comply with relevant regulations, the CBIRC will approve the amended Articles of Association according to law. The approved version shall be the prevailing version of these Articles of Association; and (5) the Company registers the changes with the company registration authority.	Article 219	The Company's Articles of Association shall be amended according to the following procedures: (1) shareholders or entities with right to raise proposal submit the proposal to amend these Articles of Association to the shareholders' ~~general~~ meeting; (2) the proposal of amendment to these Articles of Association is voted on at the shareholders' ~~general~~ meeting, and the resolution ~~must~~ **shall** be passed by more than two-thirds of the voting rights held by the shareholders present at the meeting; (3) the Company submits the application for amendment to these Articles of Association to the ~~CBIRC~~**insurance regulatory authority under the State Council**; (4) the Company amends these Articles of Association in accordance with the comments of the ~~CBIRC~~**insurance regulatory authority under the State Council**. If the amended Articles of Association comply with relevant regulations, the ~~CBIRC~~**insurance regulatory authority under the State Council** will approve the amended Articles of Association according to law. The approved version shall be the prevailing version of these Articles of Association; and (5) the Company registers the changes with the company registration authority.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 257	…… Amendments to the Company's Articles of Association, which involve the contents of the Mandatory Provisions Governing the Articles of Association of Overseas Listed Companies (hereinafter referred to as the "Mandatory Provisions") signed by the Securities Commission of the State Council and the State Comission for Restructuring the Economic Systems on August 27, 1994, shall become effective upon approvals by the company approval department authorized by the State Council and the competent securities authority of the State Council. If there is any change relating to the registered particulars of the Company, the change of registration shall be made in accordance with law. If the amendments to these Articles of Association involve information required to be disclosed by laws and administrative regulations, they shall be publicly announced as required.	Article 220	…… ~~Amendments to the Company's Articles of Association, which involve the contents of the Mandatory Provisions Governing the Articles of Association of Overseas Listed Companies (hereinafter referred to as the "Mandatory Provisions") signed by the Securities Commission of the State Council and the State Comission for Restructuring the Economic Systems on August 27, 1994, shall become effective upon approvals by the company approval department authorized by the State Council and the competent securities authority of the State Council.~~ **Amendments to the Articles of Association passed by the shareholders' meeting that require approval from the competent authority shall be submitted to the competent authority for approval.** If there is any change relating to the registered particulars of the Company, the change of registration shall be made in accordance with law. **The Board of Directors shall amend the Company's Articles of Association in accordance with the resolution of the shareholders' meeting for the amendments of these Articles of Association and the approval opinions of the relevant competent authorities.** If the amendments to these Articles of Association involve information required to be disclosed by laws and administrative regulations, they shall be publicly announced as required.
Chapter 25	Dispute Resolution	Chapter 14	Resolution of Disputes Involving Holders of Overseas-Listed Foreign-Invested Shares

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 258	The Company shall abide by the following rules for dispute resolution: (1) Disputes or claims related to the affairs of the Company that arise between holders of the Overseas-Listed Foreign-Invested Shares and the Company; holders of the Overseas-Listed Foreign-Invested and the Company's directors, supervisors, president, vice presidents, or other senior management officers; or holders of the Overseas-Listed Foreign-Invested Shares and holders of Domestic-Invested Shares, in respect of any rights or obligations stipulated by the Company's Articles of Association, the Company Law, and other relevant laws and administrative regulations shall be submitted to arbitration for resolution by the parties involved. When the aforementioned disputes or claims are submitted for arbitration, such claims or disputes shall be submitted in their entirety, and all persons who have a cause of action based on the same facts giving rise to the disputes or claims or whose participation is necessary for the resolution of such disputes or claims, shall, where such person is the Company, the Company's shareholders, directors, supervisors, president, vice presidents, or other senior management officers of the Company, comply with the arbitration.	Article 221	The Company shall abide by the following rules for dispute resolution: (1) Disputes or claims related to the affairs of the Company that arise between holders of the Overseas-Listed Foreign-Invested Shares and the Company; holders of the Overseas-Listed Foreign-Invested and the Company's directors, ~~supervisors,~~ president, vice presidents, or other senior management officers; or holders of the Overseas-Listed Foreign-Invested Shares and holders of Domestic-Invested Shares, in respect of any rights or obligations stipulated by the Company's Articles of Association, the Company Law, and other relevant laws and administrative regulations shall be submitted to arbitration for resolution by the parties involved. When the aforementioned disputes or claims are submitted for arbitration, such claims or disputes shall be submitted in their entirety, and all persons who have a cause of action based on the same facts giving rise to the disputes or claims or whose participation is necessary for the resolution of such disputes or claims, shall, where such person is the Company, the Company's shareholders, directors, ~~supervisors,~~ president, vice presidents, or other senior management officers of the Company, comply with the arbitration.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	Disputes regarding the definition of shareholders and the register of shareholders may be resolved without resorting to arbitration. (2) A claimant may elect for arbitration to be carried out at either the China International Economic and Trade Arbitration Commission in accordance with its arbitration rules or the Hong Kong International Arbitration Center in accordance with its Securities Arbitration Rules. Once a claimant submits a dispute or claim to arbitration, the other party must submit to the arbitral body elected by the claimant. If a claimant elects for arbitration to be carried out at the Hong Kong International Arbitration Center, any party to the dispute or claim may request that the arbitration be conducted in Shenzhen in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Center. ……		Disputes regarding the definition of shareholders and the register of shareholders may be resolved without resorting to arbitration. (2) A claimant ~~may elect~~ **shall submit the dispute or claim** ~~for arbitration~~ to ~~be carried out at either~~ the China International Economic and Trade Arbitration Commission **for arbitration** in accordance with its arbitration rules ~~or the Hong Kong International Arbitration Center in accordance with its Securities Arbitration Rules. Once a claimant submits a dispute or claim to arbitration, the other party must submit to the arbitral body elected by the claimant~~. ~~If a claimant elects for arbitration to be carried out at the Hong Kong International Arbitration Center, any party to the dispute or claim may request that the arbitration be conducted in Shenzhen in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Center.~~ ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 264	If the Company has one of the following scenarios indicating potentional failure of its corporate governance mechanism, it may carry out internal corrective procedures and apply to the CBIRC for guidance: (1) the Board of Directors is not established for over one (1) year; (2) long-term conflicts exist among the directors of the Company and cannot be resolved through shareholders' general meetings; (3) the Company fails to convene a shareholders' general meeting for over one (1) year; (4) shareholder voting fails to reach the proportion specified by law or the Company's Articles of Association, leading to an inability to pass effective resolutions at the shareholders' general meeting for over one (1) year; ……	Article 222	If the Company has one of the following scenarios indicating potential failure of its corporate governance mechanism, it may carry out internal corrective procedures and apply to the ~~CBIRC~~ **insurance regulatory authority under the State Council** for guidance: (1) the Board of Directors is not established for over one (1) year; (2) long-term conflicts ~~exist~~ among the directors of the Company **prevent the Board of Directors from making effective resolutions,** and **these** cannot be resolved through shareholders' ~~general~~ meetings; (3) the Company fails to convene a shareholders' ~~general~~ meeting for over one (1) year; (4) shareholder voting fails to reach the proportion specified by law or the Company's Articles of Association, leading to an inability to pass effective resolutions at the shareholders' ~~general~~ meeting for over one (1) year; ……

No. (Original)	Original Articles	No. (Revised)	Revised Articles
	(6) the existing governance mechanism of the Company fails to operate normally, resulting in significant difficulties in the operation and management of the Company, and other circumstances as identified by the CBIRC. In the event that any failure of the corporate governance mechanism described above occurs and such failure cannot be resolved by the internal corrective procedures adopted by the Company, the Company, shareholders individually or jointly holding over one-third of shares of the Company, and a majority of the directors shall have the right to apply to the CBIRC for its supervision and guidance.		(6) the existing governance mechanism of the Company fails to operate normally, resulting in significant difficulties in the operation and management of the Company, and other circumstances as identified by the ~~CBIRC~~ **insurance regulatory authority under the State Council**. In the event that any failure of the corporate governance mechanism described above occurs and such failure cannot be resolved by the internal corrective procedures adopted by the Company, the Company, shareholders individually or jointly holding over one-third of shares of the Company, and a majority of the directors shall have the right to apply to the ~~CBIRC~~ **insurance regulatory authority under the State Council** for its supervision and guidance. **When the Company experiences significant defects or failures in its governance mechanism, independent directors shall promptly report the same to the insurance regulatory authority under the State Council.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 265	The CBIRC conducts supervision and provides guidance based on the failures identified in the corporate governance mechanism. If it is found that the Company has substantial governance risks that have already or may seriously threaten the legitimate rights and interests of insurance consumers or the security of insurance funds, shareholders and the Company undertake to accept regulatory measures taken by the CBIRC, such as requesting the Company to increase capital, restricting relevant shareholders' rights, or transferring the equity interest held in the Company. For circumstances considered to be serious, shareholders and the Company undertake to accept the rectification and takeover measures adopted by the CBIRC against the Company.	Article 223	The ~~CBIRC~~ **insurance regulatory authority under the State Council** conducts supervision and provides guidance based on the failures identified in the corporate governance mechanism. If it is found that the Company has substantial governance risks that have already or may seriously threaten the legitimate rights and interests of insurance consumers or the security of insurance funds, shareholders and the Company undertake to accept regulatory measures taken by the ~~CBIRC~~ **insurance regulatory authority under the State Council**, such as requesting the Company to increase capital, restricting relevant shareholders' rights, or transferring the equity interest held in the Company. For circumstances considered to be serious, shareholders and the Company undertake to accept the rectification and takeover measures adopted by the ~~CBIRC~~ **insurance regulatory authority under the State Council** against the Company.
Article 267	The expressions of "more than", "within" and "below" herein shall include the numbers specified, while the expressions of "exceed", "beyond", "lower than" and "over" exclude the numbers specified.	Article 225	**"substantial shareholders" referred to in these Articles of Association shall mean shareholders who hold or control more than 5% of the shares or voting rights of the Company, or shareholders who hold less than 5% of total shares of the Company but exert substantial influence over the operation and management of the Company. "substantial influence" referred to in the preceding paragraph includes but is not limited to the nomination or appointment of directors or senior management officers to the Company, exerting influence on the Company's financial affairs, operation and management decisions through agreement or by other means and other circumstances recognized by the regulatory authorities.**

No. (Original)	Original Articles	No. (Revised)	Revised Articles
			"persons acting in concert" referred to in these Articles of Association shall mean relevant investors who, through agreements or other arrangements, coordinate their actions to collectively increase the number of voting shares they can control in a company, thereby acting in concert. **"physicial meeting" or "onsite meeting" referred in these Articles of Association shall mean a meeting held physically or by means of video or telephone, etc. that can ensure real-time communication and discussion among participants in the meeting.** **"circulation of written resolutions" referred to in these Articles of Association shall mean the method of convening a meeting by delivering the resolution for review severally in counterparts or by circulating the resolution for review in turn among the directors in adopting such resolution.** **"affiliates"referred to in these Articles of Association shall mean the enterprises directly or indirectly controlled by the relevant entities.** The expressions of "more than", "within" and "below" herein shall include the numbers specified, while the expressions of "exceed", "beyond", "lower than" and "over" exclude the numbers specified.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Article 269	The Company shall designate the media recognized by regulatory authorities for the publication of its public announcements and any other information required for disclosure.	Article 227	The Company shall designate the media recognized by regulatory authorities for the publication of its public announcements and any other information required for disclosure. **The Company shall disclose the following matters through the National Enterprise Credit Information Publicity System as required:** **(1) the number of shares subscribed by the Company's promoters;** **(2) information on changes in the shares held by the Company's promoters;** **(3) information on the acquisition, modification, and cancellation of administrative licenses;** **(4) other information as stipulated by laws and administrative regulations.** **The Company shall ensure that the information disclosed in the preceding paragraph is true, accurate, and complete.**
Article 271	Appendices to these Articles of Association include the Procedural Rules for Shareholders' General Meetings, the Procedural Rules for the Board of Directors' Meetings, and the Procedural Rules for the Board of Supervisors' Meetings.	Article 229	Appendices to these Articles of Association include the Procedural Rules for Shareholders' ~~General~~ Meetings~~,~~ **and** the Procedural Rules for the Board of Directors' Meetings~~, and the Procedural Rules for the Board of Supervisors' Meetings~~.
Article 272	These Articles of Association shall take effect from the date when they are considered and passed by shareholders' general meeting and approved by the CBIRC.	Article 230	These Articles of Association shall take effect from the date when they are considered and passed by shareholders' ~~general~~ meeting and approved by the ~~CBIRC~~ **insurance regulatory authority under the State Council**.

No. (Original)	Original Articles	No. (Revised)	Revised Articles
Appendice	1. the Procedural Rules for Shareholders' General Meetings of China Life Insurance Company Limited 2. the Procedural Rules for the Board of Directors' Meetings of China Life Insurance Company Limited 3. the Procedural Rules for the Board of Supervisors' Meetings of China Life Insurance Company Limited	Appendice	1. the Procedural Rules for Shareholders' ~~General~~ Meetings of China Life Insurance Company Limited 2. the Procedural Rules for the Board of Directors' Meetings of China Life Insurance Company Limited ~~3. the Procedural Rules for the Board of Supervisors' Meetings of China Life Insurance Company Limited~~

Note 1: Due to the reordering of the articles in these Articles of Association, references to the relevant article numbers of these Articles of Association within the provisions, as well as any article numbers not listed in the table, will be adjusted and renumbered in accordance with the revised Articles of Association.

Note 2: The chapter structure has been adjusted in the amendments to these Articles of Association.

By Order of the Board
China Life Insurance Company Limited
Heng Victor Ja Wei
Company Secretary

Hong Kong, 27 August 2025

As at the date of this announcement, the Board of the Company comprises:

Executive Directors:	Cai Xiliang, Li Mingguang, Liu Hui, Ruan Qi
Non-executive Directors:	Wang Junhui, Hu Jin, Hu Rong, Niu Kailong
Independent Non-executive Directors:	Lam Chi Kuen, Zhai Haitao, Chen Jie, Lu Feng