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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

CONNECTED TRANSACTION DISPOSAL OF EQUITY INTEREST IN PENSION COMPANY

The Board announces that (i) the Company intends to enter into the Company Share Transfer Agreement with CLIC by 31 December 2026, pursuant to which the Company will sell its 33.73% equity interest in Pension Company to CLIC for a consideration of RMB4,146,428,900; and (ii) AMC, a non-wholly owned subsidiary of the Company, intends to enter into the AMC Share Transfer Agreement with CLIC by 31 December 2026, pursuant to which AMC will sell its 3.53% equity interest in Pension Company to CLIC for a consideration of RMB433,870,588.24.

Following completion of the Disposal (including the Company Disposal and the AMC Disposal), the Company's shareholding in Pension Company will be reduced from 70.74% to 37.01%, and AMC will no longer hold any equity interest in Pension Company. As a result, Pension Company will cease to be a subsidiary of the Company and its financial results will no longer be consolidated into the Group's financial statements.

CLIC, the controlling shareholder of the Company, currently holds approximately 68.37% of the issued share capital of the Company, and is a connected person of the Company. As such, the Disposal constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules. Given that one or more of the applicable percentage ratios in respect of the Disposal are more than 0.1% but less than 5%, the Disposal is subject to the reporting and announcement requirements but exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

BACKGROUND

The Board announces that (i) the Company intends to enter into the Company Share Transfer Agreement with CLIC by 31 December 2026, pursuant to which the Company will sell its 33.73% equity interest in Pension Company to CLIC for a consideration of RMB4,146,428,900; and (ii) AMC, a non-wholly owned subsidiary of the Company, intends to enter into the AMC Share Transfer Agreement with CLIC by 31 December 2026, pursuant to which AMC will sell its 3.53% equity interest in Pension Company to CLIC for a consideration of RMB433,870,588.24.

PRINCIPAL TERMS OF THE COMPANY SHARE TRANSFER AGREEMENT

Parties

- Seller: the Company
- Buyer: CLIC

Equity interest to be disposed of

The Company will sell to CLIC 1,146,820,000 shares in Pension Company held by it, representing 33.73% of the total number of shares of Pension Company.

Consideration and payment

The consideration for the Company Disposal is RMB4,146,428,900, which shall be payable in cash by CLIC to the Company in a single lump sum within 30 business days after all the conditions precedent have been satisfied.

The consideration was determined with reference to the appraised value of the entire shareholders' equity interest in Pension Company of RMB12,293,000,000 as at the Valuation Date (i.e. 31 December 2025), as assessed by the Valuer using the income approach, and represents 33.73% of such appraised value.

Conditions precedent

Completion of the Company Disposal is subject to the fulfilment of the following conditions:

- (a) the Company Share Transfer Agreement having been duly executed by the Company and CLIC and having become effective;
- (b) the Company and CLIC having obtained internal approvals for the Company Disposal in accordance with their respective articles of association and internal rules, and the Company having completed all requisite corporate governance procedures pursuant to the rules of the stock exchanges on which it is listed;

- (c) the Company, CLIC and Pension Company having obtained all necessary external approvals and/or completed all required filings in respect of the Company Disposal from the Ministry of Finance of the PRC, the NFRA and other relevant authorities (excluding any change of market participant registration with the competent market supervision and administration authority in connection with the Company Disposal).

If the above conditions precedent are not all satisfied within 180 days after the execution of the Company Share Transfer Agreement, the Company Share Transfer Agreement will automatically terminate.

Completion

The date on which the Company receives full payment of the consideration from CLIC will be the completion date of the Company Disposal. The profits and losses of Pension Company for the period from the Valuation Date up to the completion date will be shared or borne by all shareholders of Pension Company after completion of the Company Disposal, in proportion to their respective equity interests.

The Company and CLIC shall jointly procure Pension Company, as soon as practicable after the completion date, to complete the procedures for the change of market participant registration in connection with the Company Disposal (including, without limitation, updating information on shareholders' shareholding percentages and amending the articles of association).

PRINCIPAL TERMS OF THE AMC SHARE TRANSFER AGREEMENT

Parties

- Seller: AMC
- Buyer: CLIC

Equity interest to be disposed of

AMC will sell to CLIC 120,000,000 shares in Pension Company held by it, representing 3.53% of the total number of shares of Pension Company.

Consideration and payment

The consideration for the AMC Disposal is RMB433,870,588.24, which shall be payable in cash by CLIC to AMC in a single lump sum within 30 business days after all the conditions precedent have been satisfied.

The consideration was determined with reference to the appraised value of the entire shareholders' equity interest in Pension Company of RMB12,293,000,000 as at the Valuation Date (i.e. 31 December 2025), as assessed by the Valuer using the income approach, and represents 3.53% of such appraised value.

Conditions precedent

Completion of the AMC Disposal is subject to the fulfilment of the following conditions:

- (a) the AMC Share Transfer Agreement having been duly executed by AMC and CLIC and having become effective;
- (b) AMC and CLIC having obtained internal approvals for the AMC Disposal in accordance with their respective articles of association and internal rules, and having completed the relevant corporate governance procedures;
- (c) AMC, CLIC and Pension Company having obtained all necessary external approvals and/or completed all required filings in respect of the AMC Disposal from the Ministry of Finance of the PRC, the NFRA and other relevant authorities (excluding any change of market participant registration with the competent market supervision and administration authority in connection with the AMC Disposal).

If the above conditions precedent are not all satisfied within 180 days after the execution of the AMC Share Transfer Agreement, the AMC Share Transfer Agreement will automatically terminate.

Completion

The date on which AMC receives full payment of the consideration from CLIC will be the completion date of the AMC Disposal. The profits and losses of Pension Company for the period from the Valuation Date up to the completion date will be shared or borne by all shareholders of Pension Company after completion of the AMC Disposal, in proportion to their respective equity interests.

AMC and CLIC shall jointly procure Pension Company, as soon as practicable after the completion date, to complete the procedures for the change of its register of members and related matters in connection with the AMC Disposal.

Information on Pension Company

Pension Company was established in January 2007, with a registered capital of RMB3,400 million. It is a nationwide professional pension financial institution dedicated to fully serving the development of the national three-pillar pension insurance system, and provides customers with pension financial

products and services, including enterprise annuity fund management, occupational annuity fund management, basic pension insurance fund management, commercial pension management and pension security management, etc.

As at the date of this announcement, Pension Company, a non-wholly owned subsidiary of the Company, is owned as to 70.74%, 19.99%, 4.41%, 3.53% and 1.33% by the Company, AMP, CLIC, AMC and China Credit Trust, respectively. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, save for their equity interests in Pension Company, AMP, China Credit Trust and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons.

Following completion of the Disposal (including the Company Disposal and the AMC Disposal), Pension Company will be owned as to 41.67%, 37.01%, 19.99% and 1.33% by CLIC, the Company, AMP and China Credit Trust, respectively. Pension Company will cease to be a subsidiary of the Company and its financial results will no longer be consolidated into the Group's financial statements.

According to the financial statements of Pension Company prepared in accordance with the Chinese Accounting Standards for Business Enterprises, as at 31 December 2025, its audited total assets and audited net assets were approximately RMB91,571 million and RMB9,467 million, respectively. The audited profits of Pension Company for the two years ended 31 December 2025 are set out below:

	For the year ended 31 December 2024 <i>(Approximately RMB million)</i>	For the year ended 31 December 2025 <i>(Approximately RMB million)</i>
Profit before taxation (audited)	1,672	2,351
Profit after taxation (audited)	1,246	1,748

Financial effects of the Disposal

Based on the information currently available to the Company, the gain or loss to be recognised by the Group from the Disposal will be determined comprehensively with reference to the following:

- (a) the difference between the aggregate consideration for the Disposal (including the Company Disposal and the AMC Disposal), being approximately RMB4,580 million, and the Group's share of the net assets of Pension Company; and
- (b) following completion of the Disposal, the Group's shareholding in Pension Company will decrease to 37.01% and Pension Company will cease to be a subsidiary of the Company. In accordance with the applicable accounting standards, the Group will account for its remaining

37.01% equity interest in Pension Company using the equity method and will re-measure it at fair value. Any gain or loss arising from such re-measurement will be included in the calculation of the gain or loss of the Group arising from the Disposal.

Taking into account the foregoing and on the basis of the audited net assets attributable to the shareholders of Pension Company of approximately RMB9,443 million as at the Valuation Date (i.e. 31 December 2025), it is preliminarily estimated that the Group will recognise a gain of approximately RMB2,574 million from the Disposal. It should be noted that the actual gain or loss to be recognised by the Group from the Disposal will depend on the net assets of Pension Company as recorded in the Group's financial statements on the date of completion of the Disposal, and will be subject to audit by the Company's auditors, and may therefore differ from the above amount.

The net proceeds from the Disposal are expected to be used as the Company's general working capital.

Reasons for and benefits of the Disposal

As at 31 December 2025, the total assets, operating revenue and net profit of Pension Company accounted for 1.2%, 0.7% and 1.1%, respectively, of the corresponding indicators of the Group. The Disposal will not have any material impact on the overall operating results or financial condition of the Group, and will enable the Company to realise a premium on the transfer of its equity interest. Upon completion of the Disposal, CLIC and the Company will hold 41.67% and 37.01% of the equity interest in Pension Company, respectively, and CLIC will become the largest shareholder of Pension Company, which will facilitate the mobilisation of a broader range of internal and external resources to support the high-quality development of Pension Company and actively foster new growth drivers in pension finance. Meanwhile, by retaining 37.01% of the equity interest in Pension Company, the Company will be the second largest shareholder of Pension Company, will continue to participate in major decisions on the operation and management of Pension Company, and will share in the future development benefits of Pension Company on an ongoing basis.

The Directors (including the independent non-executive Directors) consider that, although the Disposal is not entered into in the ordinary and usual course of business of the Group, it is conducted on normal commercial terms, is fair and reasonable and in the interests of the Company and its shareholders as a whole. Mr. Cai Xiliang, Mr. Li Mingguang, Ms. Hu Jin, Mr. Hu Rong and Mr. Niu Kailong may be regarded as having an interest in the Disposal and have abstained from voting on the Board resolution approving the Disposal.

Further information on the Valuation

As the Valuation was prepared using the income approach, which involves the use of discounted cash flow method, the Valuation constitutes a profit forecast under Rule 14.61 of the Listing Rules. Accordingly, the requirements under Rules 14.60A and 14A.68(7) of the Listing Rules apply. Further details of the Valuation are set out in Appendix I to this announcement.

Deloitte Touche Tohmatsu, the reporting accountant of the Company (the “**Reporting Accountant**”), has issued a report on the calculations of the discounted cash flows on which the Valuation is based. The Board has reviewed and considered the Valuation, including the principal assumptions upon which the Valuation was based, and also considered the report from the Reporting Accountant. The Board is of the view that the profit forecast used in the Valuation has been made after due and careful enquiry. The report from the Reporting Accountant and the letter from the Board are set out in Appendix II and Appendix III to this announcement, respectively.

The following are the qualifications of the experts who have given opinions or advice contained in this announcement:

Name	Qualification
Pan-China Assets Appraisal Co., Ltd.	PRC asset valuer
Deloitte Touche Tohmatsu	Certified Public Accountants and Registered PIE Auditors

As at the date of this announcement, and to the best of the Directors’ knowledge, none of the above experts has any shareholding in any member of the Group or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group. As at the date of this announcement, each of the above experts has given and has not withdrawn its written consent to the publication of this announcement with the inclusion of its report and all references to its name in the form and context in which it appears.

IMPLICATIONS OF THE LISTING RULES

CLIC, the controlling shareholder of the Company, currently holds approximately 68.37% of the issued share capital of the Company, and is a connected person of the Company. As such, the Disposal constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules. Given that one or more of the applicable percentage ratios in respect of the Disposal are more than 0.1% but less than 5%, the Disposal is subject to the reporting and announcement requirements but exempt from the independent shareholders’ approval requirement under Chapter 14A of the Listing Rules.

GENERAL INFORMATION

The Company is one of the leading life insurance companies in the PRC. It offers 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 the State Council, as well as all types of personal insurance services, consulting business and agency business, sale of securities investment funds, and other businesses permitted by the NFRA.

CLIC, the controlling shareholder of the Company, offers insurance policies to groups and individuals, which are managed by the Company under the policy management agreements. CLIC is held as to 90% and 10% by the Ministry of Finance of the PRC and the National Council for Social Security Fund, respectively.

AMC is a non-wholly owned subsidiary of the Company, owned as to 60% by the Company and 40% by CLIC. It was established in November 2003, with a registered capital of RMB4,000 million. The scope of business of AMC mainly includes the management and application of its own funds, management of entrusted assets, provision of consultation services relating to the above businesses, and other asset management businesses permitted by applicable PRC laws and regulations. The investment areas of AMC cover fixed income investments, equity investments, project investments, and international business, etc.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“AMC”	中國人壽資產管理有限公司 (China Life Asset Management Company Limited), a company established under the laws of the PRC with limited liability, and a non-wholly owned subsidiary of the Company, which is held as to 60% and 40% by the Company and CLIC, respectively
“AMC Disposal”	the disposal by AMC of its 3.53% equity interest in Pension Company to CLIC pursuant to the AMC Share Transfer Agreement
“AMC Share Transfer Agreement”	the share transfer agreement to be entered into between AMC and CLIC in relation to the AMC Disposal
“AMP”	安保集團有限公司 (AMP Limited), a company established under the laws of Australia with limited liability, whose shares are listed on the Australian Securities Exchange
“Board”	the board of Directors of the Company
“China Credit Trust”	中誠信託有限責任公司 (China Credit Trust Co., Ltd.), a company established under the laws of the PRC with limited liability, whose largest shareholder is The People’s Insurance Company (Group) of China Limited (whose shares are listed on the Shanghai Stock Exchange and the Stock Exchange), holding approximately 32.92% of its equity interest

“CLIC”	中國人壽保險(集團)公司 (China Life Insurance (Group) Company), a state-owned enterprise established under the laws of the PRC, and the controlling shareholder of the Company
“Company”	China Life Insurance Company Limited, a joint stock limited liability company established under the laws of the PRC
“Company Disposal”	the disposal by the Company of its 33.73% equity interest in Pension Company to CLIC pursuant to the Company Share Transfer Agreement
“Company Share Transfer Agreement”	the share transfer agreement to be entered into between the Company and CLIC in relation to the Company Disposal
“connected person”	has the meaning given to it under the Listing Rules
“controlling shareholder”	has the meaning given to it under the Listing Rules
“Directors”	the directors of the Company
“Disposal”	the Company Disposal and the AMC Disposal
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“NFRA”	the National Financial Regulatory Administration of the PRC
“Pension Company”	中國人壽養老保險股份有限公司 (China Life Pension Company Limited), a joint stock limited company incorporated under the laws of the PRC, and a non-wholly owned subsidiary of the Company as at the date of this announcement
“PRC”	the People’s Republic of China, which for the purposes of this announcement excludes Hong Kong, Macau Special Administrative Region and Taiwan region
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“subsidiary(ies)”	has the meaning given to it under the Listing Rules
“Valuation”	the valuation by the Valuer of the market value of the entire shareholders’ equity interest in Pension Company as at the Valuation Date
“Valuation Date”	31 December 2025
“Valuer”	Pan-China Assets Appraisal Co., Ltd., an independent valuer

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

Hong Kong, 21 October 2026

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

<i>Executive Directors:</i>	Cai Xiliang, Li Mingguang, Liu Hui, Ruan Qi
<i>Non-executive Directors:</i>	Hu Jin, Hu Rong, Niu Kailong
<i>Independent Non-executive Directors:</i>	Lam Chi Kuen, Zhai Haitao, Chen Jie, Lu Feng
<i>Employee Representative Director:</i>	Li Wei

APPENDIX I SUMMARY OF THE ASSET VALUATION REPORT

Pan-China Assets Appraisal Co., Ltd. has conducted a valuation of the market value of the entire shareholders' equity interest in Pension Company as at 31 December 2025. The key contents of the asset valuation report are summarised as follows:

I. Valuation Methods

The basic valuation methods include the asset-based approach, the market approach and the income approach. For the reasons set out below, the Valuer has adopted the income approach to assess the market value of the entire shareholders' equity interest in Pension Company:

- The asset-based approach, when used in enterprise value appraisal, tends to overlook the overall earning capacity of various assets as a whole. For Pension Company which is engaged in annuity management, the asset-based approach cannot fully reflect the impact of resources that are not recorded on the balance sheet, such as licences, shareholder background, market share and future development prospects.
- The market approach assesses the current fair market value of the valuation target by reference to observable benchmarks in the market. However, in the PRC there are only a limited number of licensed professional pension insurance institutions, and publicly available comparable equity transactions are relatively scarce. Moreover, existing transactions are often underpinned by special circumstances such as strategic deployment and group-level resource integration, and Pension Company and the available comparables differ materially in terms of operating scale and business structure.
- The income approach involves forecasting the future profitability of the valuation subject and determining its appraised value by discounting its projected income for the forecast period at an appropriate discount rate. This approach better reflects the equity value attributable to shareholders arising from the organic combination of the subject's tangible and intangible assets, and more accurately captures the overall growth prospects and earning capacity of the enterprise. Pension Company was established in 2007 and, following nearly 20 years of development, has gradually entered a mature stage and has been consistently profitable in recent years. Having regard to Pension Company's historical operating data and its internal and external operating environment, its future profit levels can be reasonably projected and the risks associated with its future returns can be reasonably quantified. Accordingly, the income approach has been adopted for the Valuation, and the valuation result derived from the income approach has been taken as the final valuation conclusion.

II. Valuation Assumptions

The principal assumptions on which the Valuation is based are set out below:

(A) General Assumptions:

1. Transaction assumption: It is assumed that all assets subject to the Valuation have been in the course of transaction, and that the Valuation is carried out by the Valuer in a simulated market environment based on the transaction terms and other conditions applicable to such assets.
2. Open market assumption: This assumption relates to the conditions of the market in which the assets are proposed to be traded and the effects such market conditions will have on the assets. The open market refers to a fully developed and well-functioning competitive market with willing buyers and willing sellers, where both parties are in an equal position and have adequate opportunities and time to obtain sufficient market information. Transactions in such a market are conducted on a voluntary, rational basis and are not mandatory or subject to any restrictions.
3. Assumption of continuous use: This assumption relates to the conditions of the market in which the assets are proposed to be traded and the status of the assets under such market conditions. It is assumed, first, that the assets being valued are currently in use, and secondly, that such assets will continue to be used going forward. Under the assumption of continuous use, changes in the use of the assets or utilisation under optimum conditions are not considered, and the scope of application of the valuation results is accordingly limited.
4. Assumption of going concern of the enterprise: This assumption is made for the purpose of valuing the enterprise's assets as a whole as the valuation target. It is assumed that the enterprise, as an operating entity, will continue to carry on its business in accordance with its business objectives under the external environment in which it operates. The management of the enterprise is assumed to be responsible and capable of discharging its duties; the enterprise is assumed to operate lawfully and to be able to earn appropriate profits so as to preserve its ability to continue as a going concern.

(B) Assumptions for the Valuation under the Income Approach:

1. It is assumed that there will be no material changes to the prevailing laws, regulations and policies of the PRC or to the macro-economic conditions of the PRC; that there will be no material changes to the political, economic and social environment of the regions in which the parties to the transaction are located; and that no material adverse effect will arise from any other unforeseeable factors or force majeure events;

2. Unless otherwise specified, it is assumed that the valuation subject will remain in full compliance with all applicable laws and regulations;
3. It is assumed that, after the Valuation Date, the accounting policies adopted by the valuation subject will, in all material respects, remain consistent with those adopted in the preparation of the asset valuation report;
4. It is assumed that, after the Valuation Date, there will be no material changes in interest rates, exchange rates, taxation benchmarks and tax rates, or policy-related levies and charges;
5. It is assumed that, after the Valuation Date, the management of the valuation subject will remain responsible and stable, and will be capable of discharging its duties;
6. It is assumed that the valuation subject will continue as a going concern and that its scope of operations and profit model will remain broadly consistent with the current arrangements, without any material adjustment to its business operations;
7. It is assumed that the qualifications currently held by Pension Company as an enterprise annuity trustee, account manager and investment manager, as well as its qualifications as an occupational annuity trustee and investment manager, will remain valid in future years.
8. For ease of calculation, it is assumed that income, expenses and other items occurring during each forecast period will be realised in the middle of the corresponding forecast period;
9. It is assumed that no major economic events will arise which would materially disrupt or adversely affect its operations.

III. Determination of the Forecast Period for Income

According to the business development plan for 2026 to 2030 provided by Pension Company, it is expected that, by 2030, the deployment of its pension business will be largely complete, the growth of assets under management will slow to the long-term steady level of the industry, and the overall operations will enter a mature and stable stage. Accordingly, the income of Pension Company has been forecast in two stages:

- The first stage is the explicit forecast period from 1 January 2026 to 31 December 2030, during which, having regard to Pension Company's operating conditions and business plans, its income is in a changing stage;
- The second stage is the perpetual operation period from 1 January 2031 onwards, during which the net profit of Pension Company is determined by reference to its 2030 level.

IV. Key Input Parameters for the Valuation

In the Valuation under the income approach, the equity free cash flow discounting method has been adopted to estimate the value of the entire shareholders' equity interest in Pension Company. The calculation formula is as follows:

Value of the entire shareholders' equity interest = Aggregate present value of equity free cash flows + Value of surplus assets + Value of non-operating assets (liabilities) + Value of long-term equity investments

The calculation formula for the present value of equity free cash flows is as follows:

$$P = \sum_{t=1}^n \left[R_t \times (1 + r)^{-t} \right] + \frac{R_n(1 + g)}{(r - g)} \times (1 + r)^{-n} - T$$

Where:

P: the present value of equity free cash flows

R_t : the equity free cash flow for period t within the explicit forecast period

r: the discount rate

R_n : the equity free cash flow for the last year of the explicit forecast period

g: the equity growth rate after the explicit forecast period, with $g = 0$

T: additional equity capital

(A) *Discount Rate*

The discount rate shall be selected on a basis consistent with the measure of income adopted. As the income forecast in the Valuation is prepared on the basis of equity free cash flow, the corresponding discount rate is the rate of return on shareholders' investment, and is determined using the capital asset pricing model (CAPM). Given that the valuation subject is a non-listed company, its discount rate is derived by reference to the cost of equity capital (Ke) of comparable companies calculated under the CAPM, using the following formula:

$$K_e = R_f + [E(R_m) - R_f] \times \beta + a$$

Where:

R_f : the risk-free rate of return

$E(R_m)$: the expected market rate of return

$E(R_m) - R_f$: the market risk premium

β : the equity risk coefficient

a : the risk adjustment coefficient

1. *Risk-free rate of return*

Government bond yields are generally regarded as risk-free, as the default risk associated with holding the government bond to maturity is minimal. Accordingly, the Valuer has adopted, as the risk-free rate of return, the arithmetic average of the yields on 10-year government bonds issued around the Valuation Date. Following the selection of the relevant bonds and the calculation of the arithmetic average, the risk-free rate of return R_f was determined to be 1.85%.

2. *Market risk premium*

The market risk premium represents the difference between the expected rate of return on a market portfolio of securities and the risk-free rate of return. The Valuer has used PRC securities market indices to estimate the market risk premium, which is expressed by the following formula:

Market risk premium in China = Average rate of return of the PRC stock market – PRC risk-free interest rate

On this basis, the market risk premium in China was calculated to be 6.14%.

3. *Equity risk coefficient*

Based on the business characteristics of the valuation subject, its essential nature is a professional pension management company. Therefore, listed companies holding financial licences and focusing on asset management as their core business are selected as comparable companies. These comparable companies are all asset-light financial institutions whose income mainly derives from management fees, handling charges, interest income and investment income. The Valuer extracted the leveraged β values (for the most recent 60 months) of the selected comparable listed companies and adopted the average of such β values as the β of the valuation subject. On this basis, the β value was determined to be 1.4701.

4. *Determination of the enterprise-specific risk coefficient a*

The enterprise-specific risk adjustment coefficient is derived by adjusting for differences between the company being valued and the selected comparable listed companies in respect of advantages and disadvantages arising from their operating environment, scale, business model and resilience to risk. For the purposes of the Valuation, the enterprise-specific risk adjustment coefficient has been set at 3%.

5. *Determination of the cost of equity capital*

On the basis of the foregoing, the cost of equity capital (being the discount rate) has been determined to be 13.88%.

(B) Value of Operating Assets

1. *Operating revenue*

Operating revenue mainly comprises management fee income and investment income (including net interest income).

(1) Management fee income

The management fee income of Pension Company is primarily generated from fund management services provided in respect of enterprise annuities, occupational annuities, commercial pension funds, basic pension insurance and other businesses. Having regard to the historical growth in Pension Company's assets under management, industry development trends and management's business plan for the next five years, forecasts have been prepared for the net increase in assets under management across each business segment. Over the forecast period, the net increase in managed assets in each segment is expected to slow year by year, reflecting the industry's transition from a rapid expansion phase to a more mature and stable stage.

The rate of return on assets under investment management is assumed to remain unchanged throughout the forecast period. This assumption is made based on the long-term positive macro-economic development trend, the development targets of Pension Company and its actual annual investment returns in previous years.

The management fee rates for each business segment have been forecast based on the actual historical fee rates, supplemented by industry trend insights obtained through management interviews. As market competition intensifies

and regulatory oversight of asset management activities tightens, the management fee rates across the various business segments are expected to exhibit a generally steady downward trend over the forecast period.

(2) Investment income

The investment income of Pension Company is primarily derived from the investment of its own funds. These funds include capital guarantee deposits, term deposits (in US dollars and Renminbi), entrusted investment funds (mainly classified under trading financial assets, reverse repurchase agreements, other debt investments, other debt instruments investments, and debt investments), as well as monetary funds. Using the prevailing effective interest rates for each category of funds as at the Valuation Date as a base, the future investment return rate is forecast to remain stable.

2. *Operating expenses*

The operating expenses of Pension Company mainly comprise business and administrative expenses, handling charges and commission expenses, taxes and surcharges, and costs associated with the commercial pension business.

(1) Business and administrative expenses

Business and administrative expenses mainly include staff remuneration, professional service fees, rental expenses, electronic maintenance expenses, travel expenses and business promotion costs. The forecast has been prepared by reference to the historical levels of these expenses.

(2) Handling charges and commission expenses

Handling charges and commission expenses mainly comprise fees paid by Pension Company to its sales channels, including bank channel fees, commissions paid to agents and service fees paid to third-party platforms. As the commercial pension business is expanding rapidly, substantial channel expenditures are required to develop and acquire customers. By reference to the actual ratio of such expenses to commercial pension assets under management in 2025, and taking into account that commercial pension business is expected to remain in a start-up and rapid growth phase with increasing market competition in the coming years, the rate of handling charges and commission expenses is expected to remain at a relatively high level in the short term.

(3) Taxes and surcharges

Taxes and surcharges are primarily calculated and paid based on taxable income for the relevant period, and exhibit a linear relationship with management fee income. It is expected that the relevant tax policies will remain stable over the next five years, and taxes and surcharges have been forecast with reference to the projected growth in management fee income.

(4) Costs associated with commercial pension business

Costs associated with the commercial pension business are specific expenditures incurred in connection with the development of such business, mainly including regulatory fees, contributions to the insurance protection fund, capital guarantee reserves and insurance liabilities. Compared with traditional annuity business, commercial pension business is characterised by substantial upfront investment, long cost recovery cycle and relatively high unit costs. As the commercial pension business of Pension Company is currently still in the market cultivation phase, the proportion of these costs is relatively high.

3. *Income tax expense*

Pursuant to the relevant PRC tax policies on enterprise income tax, Pension Company is subject to an income tax rate of 25% on its taxable income.

4. *Present value of equity free cash flows*

Equity free cash flow is derived from net profit after deducting appropriations to the statutory surplus reserve and the general risk reserve. The statutory surplus reserve is appropriated at 10% of net profit (with no further appropriation required once the accumulated balance of the statutory surplus reserve reaches 50% or more of the registered capital), and the general risk reserve is likewise appropriated at 10% of net profit.

Having regard to the foregoing forecasts of operating revenue, operating expenses and income tax expense, net profit is determined as operating revenue less operating expenses and income tax expense. Equity free cash flow is then obtained by deducting statutory surplus reserve and general risk reserve from net profit as described above. Discounting the equity free cash flows at a rate of 13.88%, the value of the operating assets (being the present value of the equity free cash flows) is calculated to be RMB12,085,221,200.

(C) Non-operating assets and surplus assets

Pension Company does not have any non-operating assets or surplus assets.

(D) Long-term equity investment

The long-term equity investment of Pension Company comprises its investment in a partnership, in which it holds an 89.58% equity interest. This investment has been valued using the asset-based approach. The book value of the long-term equity investment is RMB193,276,100, and the appraised value is RMB207,930,300.

V. Valuation Result

The value of the entire shareholders' equity interest is the aggregate of the values of the operating assets, non-operating assets, surplus assets and long-term equity investment. Based on the foregoing data, the market value of the entire shareholders' equity interest in Pension Company as at 31 December 2025 is RMB12,293,000,000.

APPENDIX II REPORT FROM THE REPORTING ACCOUNTANT

Set out below is the full text of a report received from Deloitte Touche Tohmatsu, the Reporting Accountant of the Company, for inclusion in this announcement.

INDEPENDENT ASSURANCE REPORT ON THE CALCULATIONS OF DISCOUNTED FUTURE ESTIMATED CASH FLOWS IN CONNECTION WITH THE VALUATION OF THE ENTIRE EQUITY INTEREST IN CHINA LIFE PENSION COMPANY LIMITED (“PENSION COMPANY”)

TO THE DIRECTORS OF CHINA LIFE INSURANCE COMPANY LIMITED

We have examined the calculations of the discounted future estimated cash flows on which the valuation prepared by Pan-China Assets Appraisal Co., Ltd. dated 2 September 2026, of the entire equity interest in Pension Company as at 31 December 2025 (the “**Valuation**”) is based. Pension Company is a company incorporated in the People’s Republic of China whose principal asset is financial asset. The Valuation based on the discounted future estimated cash flows is regarded as a profit forecast under Rule 14.61 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and will be included in an announcement dated 21 October 2026 to be issued by China Life Insurance Company Limited (the “**Company**”) in connection with the disposal of equity interest in Pension Company (the “**Announcement**”).

Directors’ Responsibility for the Discounted Future Estimated Cash Flows

The directors of the Company are responsible for the preparation of the discounted future estimated cash flows in accordance with the bases and assumptions determined by the directors and set out in the Announcement (the “**Assumptions**”). This responsibility includes carrying out appropriate procedures relevant to the preparation of the discounted future estimated cash flows for the Valuation and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Our Independence and Quality Management

We have complied with the independence and other ethical requirements of the “Code of Ethics for Professional Accountants” issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

Our firm applies Hong Kong Standard on Quality Management (HKSQM) 1 “Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements” issued by the HKICPA, which requires the firm to design, implement and operate a system of quality management including policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Reporting Accountants' Responsibility

Our responsibility is to express an opinion on whether the calculations of the discounted future estimated cash flows have been properly compiled, in all material respects, in accordance with the Assumptions on which the Valuation is based and to report solely to you, as a body, as required by Rule 14.60A(2) of the Listing Rules, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Our engagement was conducted in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" issued by the HKICPA. This standard requires that we comply with ethical requirements and plan and perform the assurance engagement to obtain reasonable assurance on whether the discounted future estimated cash flows, so far as the calculations are concerned, have been properly compiled, in all material respects, in accordance with the Assumptions. Our work was limited primarily to making inquiries of the Company's management, considering the analyses and assumptions on which the discounted future estimated cash flows are based and checking the arithmetic accuracy of the compilation of the discounted future estimated cash flows. Our work does not constitute any valuation of Pension Company.

Because the Valuation relates to discounted future estimated cash flows, no accounting policies of the Company have been adopted in its preparation. The Assumptions include hypothetical assumptions about future events and management actions which cannot be confirmed and verified in the same way as past results and these may or may not occur. Even if the events and actions anticipated do occur, actual results are still likely to be different from the Valuation and the variation may be material. Accordingly, we have not reviewed, considered or conducted any work on the reasonableness and the validity of the Assumptions and do not express any opinion whatsoever thereon.

Opinion

Based on the foregoing, in our opinion, the discounted future estimated cash flows, so far as the calculations are concerned, have been properly compiled, in all material respects, in accordance with the Assumptions.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

21 October 2026

APPENDIX III LETTER FROM THE BOARD

Set out below is the full text of a letter from the Board for inclusion in this announcement.

Dear Sir/Madam,

Connected Transaction – Disposal of equity interest in Pension Company

We hereby refer to the announcement of China Life Insurance Company Limited (the “**Company**”) dated 21 October 2026 in relation to the above-captioned matter (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this letter shall have the same meanings as those defined in the Announcement.

We hereby refer to the valuation report issued by Pan-China Assets Appraisal Co., Ltd. (the “**Valuer**”) in relation to the Valuation of the market value of the entire shareholders’ equity interest in Pension Company as at the Valuation Date using the income approach based on discounted cash flows, which constitutes a profit forecast under Rule 14.61 of the Listing Rules.

We hereby confirm that we have reviewed the bases and assumptions used in the Valuation, and have reviewed the Valuation prepared and undertaken by the Valuer. In addition, we have considered the report from Deloitte Touche Tohmatsu, the Reporting Accountant of the Company (set out in Appendix II to the Announcement), in relation to the calculations of the discounted cash flows on which the Valuation is based.

On the basis of the foregoing and in accordance with Rule 14.60A(3) of the Listing Rules, we confirm that the profit forecast used in the Valuation has been made after our due and careful enquiry.

The Board of Directors of
China Life Insurance Company Limited

21 October 2026