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**中國太平洋保險(集團)股份有限公司**

**CHINA PACIFIC INSURANCE (GROUP) CO., LTD.**

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

**(Stock Code: 02601)**

## **ANNOUNCEMENT**

### **POLL RESULTS FOR EXTRAORDINARY GENERAL MEETING; AND ELECTION OF AN EXECUTIVE DIRECTOR**

The extraordinary general meeting (the “EGM”) of China Pacific Insurance (Group) Co., Ltd. (the “Company”) was held in InterContinental Chengdu Global Center, Sichuan Province, the People’s Republic of China (the “PRC”), at 2:00 p.m. on Wednesday, 27 December 2017.

#### **POLL RESULTS FOR EXTRAORDINARY GENERAL MEETING**

As at the date of the EGM, the Company has issued 6,286,700,000 A shares and 2,775,300,000 H shares, which was the total number of shares entitling shareholders to attend and vote on all resolutions proposed at the EGM.

The details for the attendance of the shareholders and the authorized proxies at the EGM were as follows:

<b>Number of shareholders and proxies attending the meeting</b>	41
Of which: Number of holders of A shares	40
Number of holders of H shares	1
<b>Total number of the voting shares held by attendees</b>	5,588,283,905
Of which: Total number of shares held by holders of A shares	3,839,485,325
Total number of shares held by holders of H shares	1,748,798,580
<b>Percentage of total number of voting shares of the Company (%)</b>	61.667225
Of which: Percentage of the shares held by holders of A shares to the total number of voting shares of the Company	42.369072
Percentage of the shares held by holders of H shares to the total number of voting shares of the Company	19.298153

The EGM was convened in accordance with the requirements of the Company Law of the People’s Republic of China and the articles of association of the Company (the “**Articles of Association**”), and was chaired by Mr. KONG Qingwei, Chairman of the board of directors of the Company.

Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, was appointed as the scrutineer for the vote-taking at the EGM. King & Wood Mallesons was appointed as the witnessing lawyer at the EGM.

To the best of the knowledge, information and belief of the directors of the Company, there were no restrictions on any shareholder casting votes on any of the proposed resolutions at the EGM. There were no shares entitling the shareholders to attend and abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No shareholder was required to abstain from voting on any of the proposed resolutions at the EGM.

All resolutions as set out in the notice of the EGM on 10 November 2017 were voted by poll. The poll results in respect of the resolutions proposed at the EGM were as follows:

Ordinary Resolution		Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
1.	To consider and approve the appointment of Mr. HE Qing as an executive director of the 8th session of the Board of Directors of the Company.	5,523,747,136 (98.845142%)	55,158,795 (0.987043%)	9,377,974 (0.167815%)	5,588,283,905
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					

Special Resolutions		Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
2.	To consider and approve the proposed amendments to the Articles of Association in the manner stipulated in the section entitled “2. Proposed Amendments to the Articles of Association, the Procedural Rules for Shareholders’ General Meetings and the Procedural Rules for the Board” as set out in the circular of the Company dated 10 November 2017 and to authorize the chairman or his authorized person to make such revisions to the Proposed Amendments to the Articles of Association as he deems necessary and appropriate in accordance with the requirements for amendments of regulatory authorities during the Company’s approval process for the amended Articles of Association.	5,396,230,213 (96.563280%)	49,943,759 (0.893722%)	142,109,933 (2.542998%)	5,588,283,905
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.					

Special Resolutions		Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
3.	To consider and approve the proposed amendments to the Procedural Rules for Shareholders' General Meetings in the manner stipulated in the section entitled "2. Proposed Amendments to the Articles of Association, the Procedural Rules for Shareholders' General Meetings and the Procedural Rules for the Board" as set out in the circular of the Company dated 10 November 2017 and to authorize the chairman or his authorized person to make such revisions to the Proposed Amendments to the Procedural Rules for Shareholders' General Meetings as he deems necessary and appropriate in accordance with the requirements for amendments of regulatory authorities during the Company's approval process for the amended Procedural Rules for Shareholders' General Meetings.	5,575,427,566 (99.769941%)	5,018,739 (0.089808%)	7,837,600 (0.140251%)	5,588,283,905
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.					

Special Resolutions		Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
4.	To consider and approve the proposed amendments to the Procedural Rules for the Board in the manner stipulated in the section entitled “2. Proposed Amendments to the Articles of Association, the Procedural Rules for Shareholders’ General Meetings and the Procedural Rules for the Board” as set out in the circular of the Company dated 10 November 2017 and to authorize the chairman or his authorized person to make such revisions to the Proposed Amendments to the Procedural Rules for the Board as he deems necessary and appropriate in accordance with the requirements for amendments of regulatory authorities during the Company’s approval process for the amended Procedural Rules for the Board.	5,580,445,205 (99.859730%)	1,100 (0.000019%)	7,837,600 (0.140251%)	5,588,283,905
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.					

*Note:* The amendments made to the Articles of Association, the Procedural Rules for Shareholders’ General Meetings and the Procedural Rules for the Board as referred to in resolutions numbered 2, 3 and 4 are subject to the relevant approval of the China Insurance Regulatory Commission.

The full text of each resolution was set out in the notice of the EGM and the circular of the Company dated 10 November 2017.

## **ELECTION OF AN EXECUTIVE DIRECTOR**

The resolution on the election of Mr. HE Qing as an executive director of the Company was duly passed at the EGM. The appointment of Mr. HE Qing is still subject to the approval of the China Insurance Regulatory Commission in accordance with relevant regulatory requirements of the PRC. The biographical details of Mr. HE Qing are set out in the circular of the Company dated 10 November 2017.

By Order of the Board  
**China Pacific Insurance (Group) Co., Ltd.**  
**KONG Qingwei**  
*Chairman*

Shanghai, the PRC, 27 December 2017

*As at the date of this announcement, the Executive Directors of the Company are Mr. KONG Qingwei and Mr. HE Qing; the Non-executive Directors of the Company are Mr. WANG Jian, Mr. WANG Tayu, Mr. KONG Xiangqing, Mr. ZHU Keping, Ms. SUN Xiaoning, Mr. WU Junhao and Mr. CHEN Xuanmin; and the Independent Non-executive Directors of the Company are Mr. BAI Wei, Mr. LEE Ka Sze, Carmelo, Mr. LAM Chi Kuen, Mr. ZHOU Zhonghui and Mr. GAO Shanwen.*

\* *Note:* The appointment of Mr. HE Qing is still subject to the approval of the China Insurance Regulatory Commission.