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# 中国人民财产保险股份有限公司

PICC PROPERTY AND CASUALTY COMPANY LIMITED

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

(Stock Code: 2328)

**POLL RESULTS OF ANNUAL GENERAL MEETING,  
APPOINTMENT OF EXECUTIVE DIRECTOR AND APPOINTMENT OF BOARD  
COMMITTEES MEMBERS,  
APPOINTMENT OF SUPERVISOR AND ELECTION OF CHAIRMAN OF THE  
SUPERVISORY COMMITTEE  
AND  
DISTRIBUTION OF FINAL DIVIDENDS**

At the AGM, all the proposed resolutions set out in the notice of the AGM were passed by way of poll.

Mr. Jiang Caishi was appointed as an executive director of the Company at the AGM and Mr. Jiang has been appointed by the Board as members of the committees of the Board.

Mr. Zhang Xiaoli was appointed as a supervisor of the Company at the AGM and the Supervisors elected Mr. Zhang as Chairman of the Supervisory Committee.

The distribution of the Final Dividends was approved by shareholders of the Company at the AGM. The Final Dividends are expected to be paid on 21 August 2020.

PICC Property and Casualty Company Limited (the “Company”) announces that at the annual general meeting of the Company held on 23 June 2020, all the proposed resolutions set out in the notice of the AGM of the Company dated 8 May 2020 were passed by way of poll. The poll results are set out below. Capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 8 May 2020 (the “Circular”) unless the context otherwise requires.

<b>Ordinary Resolutions</b>	<b>No. of Shares represented by votes for</b>	<b>No. of Shares represented by votes against</b>
1. To consider and approve the appointment of Mr. Jiang Caishi as an executive director of the Company for a term commencing from the date of the formal appointment of the Company and expiring at the end of the term of the 5th session of the Board.	19,573,443,498 (99.6872%)	61,410,924 (0.3128%)

2.	To consider and approve the appointment of Mr. Zhang Xiaoli as a supervisor of the Company for a term commencing from the date of the formal appointment of the Company and expiring at the end of the term of the 5th session of the Supervisory Committee.	19,629,471,953 (99.9738%)	5,138,469 (0.0262%)
3.	To consider and approve the Report of the Board of Directors of the Company for 2019.	19,625,572,906 (100%)	0 (0%)
4.	To consider and approve the Report of the Supervisory Committee of the Company for 2019.	19,625,572,906 (100%)	0 (0%)
5.	To consider and approve the audited financial statements and the Auditor's Report of the Company for the year ended 31 December 2019.	19,625,572,906 (100%)	0 (0%)
6.	To consider and approve the profit distribution plan of the Company for 2019.	19,603,325,372 (99.8394%)	31,529,050 (0.1606%)
7.	To consider and approve Directors' fees for 2020.	19,634,610,422 (100%)	0 (0%)
8.	To consider and approve Supervisors' fees for 2020.	19,631,660,422 (99.9850%)	2,950,000 (0.0150%)
9.	To consider and re-appoint Deloitte Touche Tohmatsu as the international auditor of the Company and re-appoint Deloitte Touche Tohmatsu Certified Public Accountants LLP as the domestic auditor of the Company to hold office until the conclusion of the next annual general meeting, and to authorise the Board of Directors to fix their remuneration.	19,626,903,422 (99.9595%)	7,951,000 (0.0405%)
10.	To consider and approve the performance report and the performance evaluation results of the Independent Directors of the Company for 2019.	19,625,572,906 (100%)	0 (0%)
<b>Special Resolution</b>		<b>No. of Shares represented by votes for</b>	<b>No. of Shares represented by votes against</b>
11.	To grant a general mandate to the Board of Directors to separately or concurrently issue, allot or deal with additional domestic shares and H shares in the Company not exceeding 20% of each of the aggregate nominal amount of the domestic shares and H shares of the Company in issue within 12 months from the date on which shareholders' approval is obtained, and to authorise the Board of Directors to increase the registered capital of the Company and make corresponding amendments to the Articles of Association of the Company as it thinks fit so as to reflect the new capital structure upon the issuance or allotment of shares.	15,797,584,445 (80.4578%)	3,837,025,977 (19.5422%)
<b>As Reporting Documents</b>		<b>No. of Shares represented by votes for</b>	<b>No. of Shares represented by votes against</b>
12.	To review the Performance Report of the Directors of the Company for 2019.	Not applicable	Not applicable

13. To review the Report on the Implementation of Related Party Transactions of the Company for 2019.	Not applicable	Not applicable
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The total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was 22,242,765,303 shares, which is the total number of Shares in issue of the Company as at the date of the AGM. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM, and no Shareholder was entitled to attend but required to abstain from voting in favour of the resolution proposed at the AGM pursuant to Rule 13.40 of the Listing Rules. The Company's H share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

#### **APPOINTMENT OF EXECUTIVE DIRECTOR AND APPOINTMENT OF BOARD COMMITTEES MEMBERS**

Mr. Jiang Caishi ("Mr. Jiang") was appointed as an executive director of the Company by Shareholders at the AGM for a term commencing from the date of the formal appointment of the Company and expiring at the end of the term of the 5th session of the Board. Mr. Jiang has been appointed by the Board as a committee member of the Consumers' Rights and Interests Protection, Risk Management and Investment Decision-making Committee of the Board and a committee member of the Related Party Transaction Control Committee of the Board. The terms of office of Mr. Jiang as members of the committees of the Board are the same as his term of office as a Director.

The profile of Mr. Jiang has been set out in the Circular. Save as disclosed in the Circular, as at the date of this announcement, there is no information in relation to Mr. Jiang which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, nor are there other matters in relation to his appointment that need to be brought to the attention of the shareholders of the Company.

The qualification of Mr. Jiang as a Director is subject to the approval of the CBIRC after the AGM.

#### **APPOINTMENT OF SUPERVISOR AND ELECTION OF CHAIRMAN OF THE SUPERVISORY COMMITTEE**

Mr. Zhang Xiaoli ("Mr. Zhang") was appointed as a supervisor of the Company by Shareholders at the AGM for a term commencing from the date of the formal appointment of the Company and expiring at the end of the term of the 5th session of the Supervisory Committee. The Supervisors elected Mr. Zhang as the Chairman of the Supervisory Committee and the term of office of Mr. Zhang as the Chairman of the Supervisory Committee is the same as his term of office as a Supervisor.

The profile of Mr. Zhang has been set out in the Circular. Save as disclosed in the Circular, as at the date of this announcement, there is no information in relation to Mr. Zhang which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, nor are there other matters in relation to his appointment that need to be brought to the attention of the shareholders of the Company.

The qualification of Mr. Zhang as a Supervisor is subject to the approval of the CBIRC after the AGM.

#### **DISTRIBUTION OF FINAL DIVIDENDS**

The distribution of Final Dividends of RMB0.461 per Share (inclusive of applicable tax) for

the year ended 31 December 2019 was approved by Shareholders at the AGM. The Final Dividends will be paid to the Shareholders whose names appear on the register of members of the Company on 7 July 2020 (Tuesday). The Final Dividends for H Shares will be paid in Hong Kong dollars. The applicable exchange rate for calculating the amount of Final Dividends for H Shares is HK\$1=RMB0.914312, being the average middle exchange rate of Hong Kong dollars to Renminbi on the interbank foreign exchange market as announced by the China Foreign Exchange Trade System under the authorisation of the People's Bank of China for the calendar week prior to the date of approval of the Final Dividends at the AGM. Accordingly, the amount of Final Dividends per H Share is HK\$0.504204 (inclusive of applicable tax). The Final Dividends for the H Shares invested through China-Hong Kong Stock Connect (such H Shares are registered in the name of HKSCC Nominees Limited and held by China Securities Depository and Clearing Corporation Limited as a nominee shareholder) will be paid in RMB. The payment of Final Dividends is expected to be distributed on 21 August 2020.

In order to determine the list of Shareholders who are entitled to the Final Dividends, the register of members of the Company will be closed from 2 July 2020 (Thursday) to 7 July 2020 (Tuesday), both days inclusive. Holders of H Shares and Domestic Shares whose names appear on the register of members of the Company on 7 July 2020 (Tuesday) are entitled to the Final Dividends. In order for holders of H Shares of the Company to qualify for the Final Dividends, all transfer documents accompanied by the relevant H Share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 30 June 2020 (Tuesday) for registration.

#### **WITHHOLDING AND PAYMENT OF DIVIDEND INCOME TAX**

Pursuant to the regulations of relevant PRC laws and regulations and regulatory documents on taxation, the Company shall, as a withholding agent, withhold and pay income tax on the dividend, including withholding and payment of enterprise income tax on behalf of overseas non-resident enterprise Shareholders, individual income tax on behalf of overseas individual Shareholders and individual income tax on behalf of domestic individual Shareholders investing through China-Hong Kong Stock Connect, in the distribution of dividend. The arrangement for withholding and payment of income tax on the Final Dividends has been set out on pages 7 to 9 of the Circular.

By Order of the Board  
**PICC Property and Casualty Company Limited**  
**Miao Jianmin**  
*Chairman*

Beijing, the PRC, 23 June 2020

*As at the date of this announcement, the Chairman of the Board is Mr. Miao Jianmin (executive director), the Vice Chairman is Mr. Xie Yiqun (executive director), the non-executive director is Mr. Li Tao, Mr. Jiang Caishi and Ms. Xie Xiaoyu are executive directors, and the independent non-executive directors are Mr. Lin Hanchuan, Mr. Lo Chung Hing, Mr. Ma Yusheng, Mr. Chu Bende and Ms. Qu Xiaohui.*