

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



新華人壽保險股份有限公司

NEW CHINA LIFE INSURANCE COMPANY LTD.

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

(Stock Code: 01336)

**POLL RESULTS OF THE FIRST EXTRAORDINARY
GENERAL MEETING OF 2019
APPOINTMENTS OF DIRECTOR AND SHAREHOLDER
REPRESENTATIVE SUPERVISOR**

CONVENING AND ATTENDANCE OF THE MEETING

The first extraordinary general meeting of 2019 (the “**Meeting**”) of New China Life Insurance Company Ltd. (the “**Company**”) was held by way of a physical meeting on 18 October 2019 at 21th floor, NCI Tower, A12 Jianguomenwai Avenue, Chaoyang District, Beijing, the PRC.

The Meeting was called by the board of directors (the “**Board**”) of the Company and presided over by Mr. LIU Haoling, chairman of the Board. The Meeting adopted both onsite voting and, for the A Share shareholders only, online voting. Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, was appointed by the Company as the scrutineer for the Meeting.

The convening of the Meeting was in compliance with the requirements of the applicable laws and regulations of the PRC, the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* and the *Articles of Association of New China Life Insurance Company Ltd.* (the “**Articles of Association**”). 8 of the 12 directors, 2 of the 4 supervisors, and the board secretary of the Company attended the Meeting. Certain members of the senior management of the Company also were present at the Meeting.

The total number of issued shares of the Company as at the date of the Meeting was 3,119,546,600 shares, of which the A shares and the H shares were 2,085,439,340 shares and 1,034,107,260 shares, respectively, which was the total number of eligible shares that entitled the shareholders of the Company (the “**Shareholders**”) to attend and vote for or against or abstain from voting on the resolutions proposed at the Meeting.

To the best knowledge, information and belief of the directors of the Company, there was no restriction on any Shareholder casting votes on any of the proposed resolutions at the Meeting, and no Shareholder had any material interests in the matters considered at the Meeting and was required to abstain from voting at the Meeting.

Details about the attendance of the Shareholders and their authorized proxies at the Meeting are set out as follows:

Number of Shareholders and authorized proxies attending the Meeting	45
Of which: Number of A share Shareholders	44
Number of H share Shareholders	1
Total number of the voting shares held by the attendees (shares)	1,820,434,248
Of which: Total number of shares held by A share Shareholders	1,394,002,727
Total number of shares held by H share Shareholders	426,431,521
Percentage of the total number of voting shares of the Company (%)	58.355731
Of which: Percentage of the voting shares held by A share Shareholders to the total number of voting shares of the Company (%)	44.686068
Percentage of the voting shares held by H share Shareholders to the total number of voting shares of the Company (%)	13.669663

CONSIDERATION OF THE PROPOSALS

The voting results in respect of the proposals at the Meeting are set out as follows:

Ordinary Resolutions		Numbers of votes & Percentage of the total voting shares (%)		
		For	Against	Abstain
1.	To consider and approve the <i>Proposal on the Election of Mr. LI Quan as an Executive Director of the Seventh Session of the Board;</i>	1,812,272,041 99.551634%	8,011,507 0.440088%	150,700 0.008278%
2.	To consider and approve the <i>Proposal on the Election of Ms. GAO Lizhi as the Shareholder Representative Supervisor of the Seventh Session of the Board of Supervisors;</i>	1,792,393,871 98.459687%	27,507,177 1.511023%	533,200 0.029290%
3.	To consider and approve the <i>Proposal on the Standard of the Remuneration of the Executive Director, Chief Executive Officer and President of the Company; and</i>	1,819,779,648 99.964042%	121,300 0.006663%	533,300 0.029295%
4.	To consider and approve the <i>Proposal on the Amendments to Measures for the Administration of the Independent Directors of New China Life Insurance Company Ltd.</i>	1,819,883,248 99.969732%	17,700 0.000973%	533,300 0.029295%
As more than half of the votes were cast in favor of the proposals, each of the proposals aforementioned was duly passed as an ordinary resolution.				

Please refer to the circular of the Meeting published by the Company dated 2 September 2019 for the full text of the proposals.

APPOINTMENT OF DIRECTOR

At the Meeting, the *Proposal on the Election of Mr. LI Quan as an Executive Director of the Seventh Session of the Board* was duly approved by the Shareholders of the Company. In accordance with the relevant laws and regulations of the PRC, the qualification of Mr. LI Quan as director is still subject to the ratification by the Beijing Bureau of the China Banking and Insurance Regulatory Commission (the “**CBIRC Beijing Bureau**”), and the appointment of Mr. LI Quan will take effect when such ratification is obtained.

The biographical details and other relevant information of Mr. LI Quan was set out in the circular of the Meeting published by the Company dated 2 September 2019. As at the date of this announcement, Mr. LI Quan has been appointed as the chairman of New China Asset Management Co., Ltd., save for this, there has been no change of such information.

APPOINTMENT OF SUPERVISOR

At the Meeting, the *Proposal on the Election of Ms. GAO Lizhi as the Shareholder Representative Supervisor of the Seventh Session of the Board of Supervisors* was duly approved by the Shareholders of the Company. In accordance with the relevant laws and regulations of the PRC, the qualification of Ms. GAO Lizhi as supervisor is still subject to the ratification by the CBIRC Beijing Bureau, and the appointment of Ms. GAO Lizhi will take effect when such ratification is obtained.

The biographical details and other relevant information of Ms. GAO Lizhi were set out in the circular of the Meeting published by the Company dated 2 September 2019. As at the date of this announcement, there has been no change of such information.

LAWYER’S CERTIFICATION

The Company engaged Commerce & Finance Law Offices to certify the Meeting. Commerce & Finance Law Offices appointed attorney Mr. WU Gang and attorney Ms. YANG Min to attend the Meeting and issued the legal opinion stating that the convening of the Meeting, the qualifications of the Shareholders and their authorized proxies who attended the Meeting, the qualifications of the convener, the voting process and the voting results of the resolutions as well as other relevant matters were all in compliance with the requirements of the applicable PRC laws and regulations and the Articles of Association. The resolutions passed at the Meeting are legal and valid.

By Order of the Board
New China Life Insurance Company Ltd.
LIU Haoling
Chairman

Beijing, China, 18 October 2019

As at the date of this announcement, the chairman and non-executive director of the Company is LIU Haoling, the executive director of the Company is LI Zongjian; the non-executive directors are XIONG Lianhua, YANG Yi, GUO Ruixiang, HU Aimin, LI Qiqiang and PENG Yulong; and the independent non-executive directors are LI Xianglu, ZHENG Wei, CHENG Lie and GENG Jianxin.