
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in The People's Insurance Company (Group) of China Limited, you should at once hand this circular, the accompanying proxy form and reply slip for the extraordinary general meeting to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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**中国人民保险集团股份有限公司****THE PEOPLE'S INSURANCE COMPANY (GROUP) OF CHINA LIMITED***(A joint stock company incorporated in the People's Republic of China with limited liability)***(Stock Code: 1339)**

**ELECTION OF MR. CHEN WUZHAO AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR
TO SERVE THE SECOND SESSION OF THE BOARD
ELECTION OF MR. JING XIN AS AN INDEPENDENT SUPERVISOR
TO SERVE THE SECOND SESSION OF THE BOARD OF SUPERVISORS
REMUNERATION SETTLEMENT SCHEME FOR THE COMPANY'S DIRECTORS AND
SUPERVISORS FOR THE YEAR 2015
AND
NOTICE OF EGM**

The 2016 Third EGM of The People's Insurance Company (Group) of China Limited will be held at PICC Building, No 88 Xichang'an Street, Xicheng District, Beijing, the PRC on 29 December 2016 (Thursday) at 9:00 a.m.. The notice of EGM is set out on pages 13 to 14 of this circular.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof (as the case may be). If you intend to attend the EGM in person or by proxy, you are required to complete and return the accompanying reply slip in accordance with the instructions printed thereon on or before 9 December 2016 (Friday). Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.

11 November 2016

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DEFINITIONS

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

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board” or “Board of Directors”	the board of Directors of the Company
“Board of Supervisors”	the board of Supervisors of the Company
“CIRC”	China Insurance Regulatory Commission
“Company”	The People’s Insurance Company (Group) of China Limited, a joint stock company incorporated in the PRC with limited liability, whose H shares are listed on the Hong Kong Stock Exchange under the Stock Code: 1339
“Director(s)”	the director(s) of the Company
“Domestic Shares”	ordinary shares issued by the Company with a nominal value RMB1.00 each, which are subscribed for or credited as fully paid up in Renminbi
“EGM”	the extraordinary general meeting of the Company to be held at PICC Building, No 88 Xichang’an Street, Xicheng District, Beijing, the PRC on 29 December 2016 (Thursday) at 9:00 a.m.,
“H Shareholders”	holders of H Shares
“H Shares”	the overseas listed foreign invested shares of nominal value of RMB1.00 each in the share capital of the Company, which are listed on the Hong Kong Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China, excluding for the purpose of this circular, Hong Kong, Macau Special Administrative Region, and Taiwan

DEFINITIONS

“Ministry of Finance”	the Ministry of Finance of the PRC
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary shares in the capital of the Company with a nominal value of RMB1.00 each, including H Shares and domestic shares
“Shareholder(s)”	holder(s) of the Shares of the Company
“Supervisor(s)”	the supervisors of the Company

LETTER FROM THE BOARD



中国人民保险集团股份有限公司

THE PEOPLE'S INSURANCE COMPANY (GROUP) OF CHINA LIMITED

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

(Stock Code: 1339)

Executive Directors:

Wu Yan (Chairman)
Wang Yincheng (Vice Chairman and President)
Li Yuquan

Registered office:

69 Dongheyan Road
Xuanwu District
Beijing, China

Non-executive Directors:

Yao Zhiqiang
Wang Qiao
Hua Rixin
Cheng Yuqin
Wang Zhibin

*Principal Place of business
in Hong Kong:*

15th Floor
Guangdong Investment Tower
148 Connaught Road Central
Central
Hong Kong

Independent Non-executive Directors:

Lau Hon Chuen
Du Jian
Xu Dingbo
Luk Kin Yu, Peter
Lin Yixiang

11 November 2016

To the Shareholders

Dear Sir or Madam,

**ELECTION OF MR. CHEN WUZHAO AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR
TO SERVE THE SECOND SESSION OF THE BOARD**

**ELECTION OF MR. JING XIN AS AN INDEPENDENT SUPERVISOR
TO SERVE THE SECOND SESSION OF THE BOARD OF SUPERVISORS**

**REMUNERATION SETTLEMENT SCHEME FOR THE COMPANY'S DIRECTORS AND
SUPERVISORS FOR THE YEAR 2015**

**AND
NOTICE OF EGM**

1. INTRODUCTION

The purpose of this circular is to provide you the notice of EGM and the information on certain proposed resolutions to be considered at the EGM to enable you to make an informed decision on whether to vote for or against those resolutions at the EGM.

LETTER FROM THE BOARD

2. BUSINESS TO BE CONSIDERED AT THE EGM

Ordinary resolutions to be proposed at the EGM for the Shareholders to consider and approve are: (1) election of Mr. Chen Wuzhao as an independent non-executive Director to serve the second session of the Board; (2) election of Mr. Jing Xin as an independent Supervisor to serve the second session of the Board of Supervisors; and (3) remuneration settlement scheme for the Company's Directors and Supervisors for the year 2015.

(I) TO CONSIDER AND APPROVE THE ELECTION OF MR. CHEN WUZHAO AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR TO SERVE THE SECOND SESSION OF THE BOARD

According to the laws and regulations such as the *Company Law of the People's Republic of China* and the *Insurance Law of the People's Republic of China*, the relevant regulatory requirements of the CIRC and the Hong Kong Stock Exchange and the requirements of the Articles of Association, it is now proposed to elect Mr. Chen Wuzhao as an independent non-executive Director of the Company. The term of office of Mr. Chen Wuzhao shall, upon obtaining approval at the EGM, commence from the date of obtaining approval of his Director qualification from the CIRC, until the expiry of the term of appointment of the second session of the Board.

The biographical details of the above Director candidate are set out in Appendix I to this circular.

The above resolution has been passed at the 23rd meeting of the second session of the Board and the same is now proposed at the EGM for consideration and approval by the Shareholders.

(II) TO CONSIDER AND APPROVE THE ELECTION OF MR. JING XIN AS AN INDEPENDENT SUPERVISOR TO SERVE THE SECOND SESSION OF THE BOARD OF SUPERVISORS

According to the laws and regulations such as the *Company Law of the People's Republic of China* and the requirements of the Articles of Association, it is now proposed to elect Mr. Jing Xin as an independent Supervisor of the second session of the Board of Supervisors of the Company. The term of office of Mr. Jing Xin shall, upon obtaining approval at the EGM, commence from the date of obtaining approval of his Supervisor qualification from the CIRC until the expiry of the term of appointment of the second session of the Board of Supervisors.

The biographical details of the above Supervisor candidate are set out in Appendix II to this circular.

The above resolution has been passed at the 16th meeting of the second session of the Board of Supervisors and the same is now proposed at the EGM for consideration and approval by the Shareholders.

LETTER FROM THE BOARD

(III) TO CONSIDER AND APPROVE THE REMUNERATION SETTLEMENT SCHEME FOR THE COMPANY'S DIRECTORS AND SUPERVISORS FOR THE YEAR 2015

According to the requirements of relevant policies and the Articles of Association, the Company has prepared the *Remuneration Settlement Scheme for the Directors and Supervisors for the Year 2015 of The People's Insurance Company (Group) of China Limited*, details of which is set out in Appendix III to this circular.

The above resolution has been passed at the 23rd meeting of the second session of the Board and the same is now proposed at the EGM for consideration and approval by the Shareholders.

3. EXTRAORDINARY GENERAL MEETING

The EGM will be held at PICC Building, No 88 Xichang'an Street, Xicheng District, Beijing, the PRC on 29 December 2016 (Thursday) at 9:00 a.m.. The notice of the meeting is set out in this circular.

In order to determine the holders of the H Shares who are entitled to attend the EGM, the H Shares register of members of the Company will be closed from 29 November 2016 (Tuesday) to 29 December 2016 (Thursday), both days inclusive, during which period no transfer of H Shares will be effected. Holders of H Shares who intend to attend the EGM must deposit the share certificates together with the transfer documents at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, at or before 4:30 p.m. on 28 November 2016 (Monday). Holders of H Shares whose names appear on the H Shares register of members of the Company at the close of business on 28 November 2016 (Monday) are entitled to attend the EGM.

A proxy form and a reply slip for use at the EGM are enclosed and are also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company's website (www.picc.com). H Shareholders who intend to attend the EGM by proxy should complete and return the enclosed proxy form to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 24 hours before the scheduled time for holding the EGM. Completion and return of the proxy form will not preclude a Shareholder from attending the EGM and voting in person if he so wishes. H Shareholders who intend to attend the EGM in person or by proxy should complete and return the reply slip in person, by post or by fax to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 9 December 2016 (Friday).

Voting at the EGM shall be taken by way of registered poll.

LETTER FROM THE BOARD

4. RECOMMENDATION

The Directors consider that all resolutions set out in the notice of EGM for consideration and approval by Shareholders are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all resolutions to be proposed at the EGM.

Yours faithfully,

For and on behalf of the Board

The People's Insurance Company (Group) of China Limited

Wu Yan

Chairman

Details of the candidate for independent non-executive Director of the Company are as follows:

Mr. Chen Wuzhao, aged 46. Working in Zhonghua Accounting Firm from August 1995 to October 1998, his positions were certified public accountant and project manager. Since October 1998, he has been the lecturer and associate professor of the School of Economics and Management, Tsinghua University. He was the independent director of Integrated Electronic Systems Lab Co., Ltd. (a listed company on the Shenzhen Stock Exchange, stock code: 002339) from July 2007 to May 2013, the independent director of Shenzhen Development Bank Co., Ltd. (renamed as Ping An Bank Co., Ltd.) (a listed company on the Shenzhen Stock Exchange, stock code: 000001) from December 2007 to December 2010, the independent director of CITIC 21CN Company Limited (renamed as Alibaba Health Information Technology Limited in October 2014) (a listed company on the Hong Kong Stock Exchange, stock code: 00241) from December 2008 to November 2009, the independent director of Beijing Highlander Digital Technology Co., Ltd. (a listed company on the Shenzhen Stock Exchange, stock code: 300065) from June 2009 to August 2015, the independent director of Nsfocus Information Technology Co., Ltd. (a listed company on the Shenzhen Stock Exchange, stock code: 300369) since December 2010 (resigned), the independent director of Beijing Huelead Audiovisual Technology Co., Ltd. (a listed company on the National Equities Exchange and Quotations, stock code: 835078) from June 2014 to March 2016, the independent director of Beijing Miteno Communication Industrial Technology Co., Ltd. (a listed company on the Shenzhen Stock Exchange, stock code: 300038) since August 2015 (resigned), the independent director of GigaDevice Semiconductor (Beijing) Inc. (a listed company on the Shanghai Stock Exchange, stock code: 603986) since December 2012. Mr. Chen has been the independent director of Guizhou Broadcasting & TV Information Network Co., Ltd. since January 2016 and the independent director of Beijing Andawell Science & Technology Company Ltd. since February 2016. Mr. Chen was the adjunct professor of Beijing National Accounting Institute from September 2010 to September 2012 and has been the committee member of the Enterprise Accounting Standards Professional Board of the Accounting Society of China since January 2009. Mr. Chen graduated from Zhongnan University of Finance and Economics (renamed as Zhongnan University of Economics and Law) with a Bachelor's degree in Economics in July 1992, graduated from the Finance Science Institute of the Ministry of Finance with a Master's degree in Economics in July 1995, and graduated from the School of Economics and Management, Tsinghua University with a Ph.D. in Management in July 2004. Mr. Chen is a non-practicing member of the Chinese Institute of Certified Public Accountants, and he holds the international certificate for certified internal auditor as well as the professional qualification certificate for self-assessment on internal control.

Other Information

The term of office of Mr. Chen Wuzhao shall, upon obtaining approval at the EGM commence from the date of obtaining approval of his Director qualification from the CIRC, until the expiry of the term of appointment of the second session of the Board, and is eligible for re-election upon the expiry of the term. Mr. Chen will receive Director remuneration from the Company. Basic remuneration amounts to RMB250,000 per annum (before tax). In addition, if appointed as the chairman of a special committee of the Board, Mr. Chen will receive additional remuneration of RMB50,000 per annum (before tax). The above remuneration were approved at the extraordinary general meeting of the Company in 2013.

Save as disclosed above, Mr. Chen Wuzhao has not held any other directorships in any listed companies in the past three years, and he does not hold any other major appointments or professional qualifications, nor hold any other position in the Company or any of its affiliates, and does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

As of the date of this circular, Mr. Chen Wuzhao does not hold any interests in securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) and has not been subject to any disciplinary actions or reprimanded by the China Securities Regulatory Commission or any other relevant authorities or the stock exchanges.

Mr. Chen Wuzhao confirms that there is no other matter relating to his appointment that needs to be brought to the attention of the Shareholders of the Company, nor is there any other information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules.

Details of the candidate for independent Supervisor of the Company are as follows:

Mr. Jing Xin, aged 59. Since his graduation from the Renmin University of China as a graduate student in July 1986, Mr. Jing stayed at the university to teach. Mr. Jing worked as the teaching assistant of the Faculty of Finance, lecturer, associate professor and professor of the Faculty of Accounting, director of the teaching and research department of Faculty of Finance, assistant to faculty director and assistant director. As a Senior Fulbright Scholar, he was assigned to visit and do research at Michigan State University from September 1995 to July 1996. Mr. Jing was the Commissioner of the Audit Commission, Renmin University of China from December 2002 to December 2005, the Secretary of Party Committee and the associate dean of the Business School of Renmin University of China from December 2005 to December 2014, and has been the professor of the Faculty of Accounting in the Business School of Renmin University of China since December 2002. He was the independent director of Aeolus Tyre Co., Ltd. (a listed company on the Shanghai Stock Exchange, stock code: 600469) from November 2007 to October 2013, the independent director of Advanced Technology & Materials Co., Ltd. (a listed company on the Shenzhen Stock Exchange, stock code: 000969) from March 2008 to February 2014, and has been the independent director of Bank of China Investment Management Co., Ltd. since July 2011. Mr. Jing has been the council member of the Accounting Society of China since August 2008, the deputy director of China National MPAcc Education Steering Committee from May 2011 to May 2016, the supervisor of China Youth Development Foundation since December 2011, the council member of the Education Foundation of Renmin University of China since January 2015 and the consultant the Government Accounting Standards Board of the Ministry of Finance since December 2015. Mr. Jing graduated from the Renmin University of China with a Bachelor's degree in Economics in July 1983, graduated from the Renmin University of China with a Master's degree in Economics in July 1986 and graduated from the Renmin University of China with a Ph.D. in Economics in July 1995.

Other Information

The term of office of Mr. Jing Xin shall, upon obtaining approval at the EGM, commence from the date of obtaining approval of his Supervisor qualification from the CIRC until the expiry of the term of appointment of the second session of the Board of Supervisors, and is eligible for re-election upon the expiry of the term. Mr. Jing will receive Supervisor remuneration from the Company. Basic remuneration amounts to RMB250,000 per annum (before tax). In addition, if appointed as the chairman of a special committee of the Board of Supervisors, Mr. Jing will receive additional remuneration of RMB50,000 per annum (before tax). The above remuneration were approved at the extraordinary general meeting of the Company in 2013.

Save as disclosed above, Mr. Jing Xin has not held any other directorships in any listed companies in the past three years, and he does not hold any other major appointments or professional qualifications, nor hold any other position in the Company or any of its affiliates, and does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

As of the date of this circular, Mr. Jing Xin does not hold any interests in securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) and has not been subject to any disciplinary actions or reprimanded by the China Securities Regulatory Commission or any other relevant authorities or the stock exchanges.

Mr. Jing Xin confirms that there is no other matter relating to his appointment that needs to be brought to the attention of the Shareholders of the Company, nor is there any other information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules.

**APPENDIX III REMUNERATION SETTLEMENT SCHEME FOR
THE COMPANY'S DIRECTORS AND SUPERVISORS
FOR THE YEAR 2015**

**REMUNERATION SETTLEMENT SCHEME FOR DIRECTORS AND
SUPERVISORS FOR THE YEAR 2015 OF THE PEOPLE'S INSURANCE
COMPANY (GROUP) OF CHINA LIMITED**

The remuneration settlement scheme for Directors and Supervisors of the Company for the year 2015 was prepared in accordance to the relevant policies and regulations of the Ministry of Finance and the actual circumstances. Details of the scheme are set out as follows:

Unit: RMB ten thousand

					Total Salary in 2015 (before tax) (excluding the term incentive income for responsible officers)
Name	Position	Remuneration for work	Salary	Employer contribution to welfare, social insurance, housing fund and other	
Wu Yan	Chairman of the Board	–	61.80	10.10	71.90
Wang Yincheng	Vice Chairman and President	–	61.80	10.10	71.90
Lin Fan	Chairman of the Board of Supervisors	–	61.80	10.10	71.90
Zhuang Chaoying	Executive Director	–	55.62	10.13	65.74
Li Yuquan	Executive Director (commenced since October 2015)	–	55.62	10.10	65.72
Zhou Liquan	Executive Director (resigned in January 2015)	–	–	–	–
Yao Zhiqiang	Non-executive Director	–	–	–	–
Wang Qiao	Non-executive Director	–	–	–	–
Hua Rixin	Non-executive Director (commenced since October 2015)	–	–	–	–
Cheng Yuqin	Non-executive Director (commenced since October 2015)	–	–	–	–
Li Shiling	Non-executive Director (resigned in October 2015)	–	–	–	–
Zhang Hanlin	Non-executive Director (resigned in October 2015)	–	–	–	–
Ma Qiang	Non-executive Director (resigned in October 2015)	–	–	–	–
Li Fang	Non-executive Director (commenced since October 2015)	–	–	–	–
Lau Hon Chuen	Independent Non-executive Director	30.00	–	–	30.00
Du Jian	Independent Non-executive Director	–	–	–	–

APPENDIX III REMUNERATION SETTLEMENT SCHEME FOR THE COMPANY'S DIRECTORS AND SUPERVISORS FOR THE YEAR 2015

Name	Position	Remuneration for work	Salary	Employer contribution to welfare, social insurance, housing fund and other	Total Salary in 2015 (before tax) (excluding the term incentive income for responsible officers)
Xu Dingbo	Independent Non-executive Director	30.00	–	–	30.00
Luk Kin Yu, Peter	Independent Non-executive Director (commenced since July 2015)	10.42	–	–	10.42
Lin Yixiang	Independent Non-executive Director (commenced since September 2015)	6.25	–	–	6.25
Yu Ning	Independent Supervisor	30.00	–	–	30.00
Xu Yongxian	Supervisor	–	164.87	21.21	186.08
Li Yongmei	Employee Representative Supervisor	–	137.90	25.75	163.65
Yao Bo	Employee Representative Supervisor	–	143.60	25.83	169.43

Notes:

1. Wu Yan, Wang Yincheng, Lin Fan, Zhuang Chaoying and Li Yuquan were the responsible officers of the group Company throughout the year, and their remuneration and welfare were calculated on an annual basis. According to the requirements of the Interim Administrative Measures for the Remuneration of Responsible Officers of Central Financial Enterprises (Cai Jin (2015) No.58) 《中央金融企業負責人薪酬管理暫行辦法》(財金[2015]58號) issued by the Ministry of Finance, the remuneration of responsible officers of financial enterprises consists of annual basic salary, annual performance remuneration and term incentive income. The annual basic salary and annual performance remuneration of the responsible officers of the group Company for the year 2015 were determined in accordance with the requirements of Cai Jin (2015) No.58 and the result of performance evaluation of the Company confirmed by the Ministry of Finance. As the year 2015 is the first year of the performance appraisal term, the term incentive income shall be determined after the end of the appraisal term.
2. Non-executive Directors did not receive any remuneration from the Company for their work performed.
3. According to the resolution on the remuneration of independent Directors and independent Supervisors considered and passed at the second extraordinary general meeting of the Company in 2013, the basic remuneration for work of independent Directors and independent Supervisors is RMB250,000/person/year (before tax), and the remuneration of the chairman of a special committee of the Board/the Board of Supervisors is RMB50,000/person/year (before tax). Mr. Du Jian did not receive any remuneration from the Company for his work performed in accordance with the rules of the relevant government authorities.
4. The remuneration and welfare of Xu Yongxian, as Supervisor, and Li Yongmei and Yao Bo, as Employee Representative Supervisors, in 2015 were determined based on the actual performance of the individuals and the Company's remuneration and welfare system, and were calculated on an annual basis.

NOTICE OF EGM



中国人民保险集团股份有限公司

THE PEOPLE'S INSURANCE COMPANY (GROUP) OF CHINA LIMITED

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

(Stock Code: 1339)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of The People's Insurance Company (Group) of China Limited (the “**Company**”) will be held at PICC Building, No 88 Xichang'an Street, Xicheng District, Beijing, the PRC on 29 December 2016 (Thursday) at 9:00 a.m. for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the election of Mr. Chen Wuzhao as an independent non-executive Director of the second session of the Board of Directors
2. To consider and approve the election of Mr. Jing Xin as an independent Supervisor of the second session of the Board of Supervisors
3. To consider and approve the remuneration settlement scheme of the Company's Directors and Supervisors for the year 2015

The above resolutions are set out in the circular for the EGM of the Company dated 11 November 2016. Unless otherwise stated, terms and expressions defined in the circular shall have the same meanings in this notice.

For and on behalf of the Board

The People's Insurance Company (Group) of China Limited

Wu Yan

Chairman

Beijing, the PRC, 11 November 2016

Notes:

1. The register of members of the Company will be closed from 29 November 2016 (Tuesday) to 29 December 2016 (Thursday), both days inclusive, during which period no transfer of Shares will be effected. Holders of H Shares and domestic shares whose names appear on the register of members of the Company on 28 November 2016 (Monday) shall be entitled to attend and vote at this EGM. In order for holders of H Shares to qualify for attending and voting at this EGM, all transfer documents accompanied by the relevant 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 28 November 2016 (Monday) for registration.
2. A Shareholder entitled to attend and vote at this EGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a Shareholder of the Company but must attend the EGM in person to represent the relevant Shareholder.

NOTICE OF EGM

3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorised attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorization document must be notarized.
4. In order to be valid, the proxy form together with the notarised power of attorney or other authorization document (if any) must be deposited at the Secretariat of the Board of Directors of the Company for holders of domestic shares and at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H shares not less than 24 hours before the time fixed for the holding of the EGM or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at this EGM or any adjournment thereof if he so wishes.
5. Holders of domestic shares and holders of H Shares who intend to attend this EGM in person or by proxy should deposit the reply slip at the Secretariat of the Board of Directors of the Company and at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, respectively, on or before 9 December 2016 (Friday) by hand, by post or by fax (fax no: (852) 2865 0990).
6. Shareholders or their proxies attending this general meeting (or any adjournment thereof) shall present their identity certifications. If a Shareholder is a corporation, its legal representative or other person authorized by the board of directors or other governing body of such Shareholder may attend the EGM by presenting a copy of the resolution of the board of directors or other governing body of such Shareholder appointing such person to attend the meeting.
7. Pursuant to the Articles of Association of the Company, any vote of Shareholders at a general meeting must be taken by poll. As such, the resolutions set out in the notice of this meeting will be voted on by poll.
8. The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending this general meeting are responsible for their own transportation and accommodation expenses.
9. In the case of joint Shareholders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s), and for this purpose, seniority will be determined by the order in which the names stand on the register of members in respect of the relevant joint holding.