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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)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting of PICC Property and Casualty Company Limited (the "Company") will be held at PICC Building, No. 88 Xichang'an Street, Xicheng District, Beijing, the PRC on 21 June 2019 (Friday) at 9:30 a.m. for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the Report of the Board of Directors of the Company for 2018.
2. To consider and approve the Report of the Supervisory Committee of the Company for 2018.
3. To consider and approve the audited financial statements and the Auditor's Report of the Company for the year ended 31 December 2018.
4. To consider and approve the profit distribution plan of the Company for 2018.
5. To consider and approve the appropriation of discretionary surplus reserve of the Company.
6. To consider and approve Directors' fees for 2019.
7. To consider and approve Supervisors' fees for 2019.
8. 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.
9. To consider and approve the performance report and the performance evaluation results of the Independent Directors of the Company for 2018.

SPECIAL RESOLUTIONS

10. 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.
11. To consider and approve the issue of a 10-year capital supplementary bonds in an aggregate amount of RMB8 billion by the Company within 12 months from the date of approval by the AGM, and to authorise the Board of Directors to delegate the management of the Company to determine and implement a detailed plan for the issue, including but not limited to the issue date, issue size, form of the issue, tranches and number of the issue, coupon rate and conditions and deal with relevant specific matters relating to the issue, and do all such acts and things and execute all such documents as it may in its opinion consider necessary, appropriate or expedient.

AS REPORTING DOCUMENTS

12. To review the Performance Report of the Directors of the Company for 2018.
13. To review the Report on the Status of Related Party Transactions and Implementation of the Related Party Transactions Management System of the Company for 2018.

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

Beijing, the PRC, 7 May 2019

Notes:

- * Unless otherwise stated, the capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 7 May 2019.
1. The register of members of the Company will be closed from 22 May 2019 (Wednesday) to 21 June 2019 (Friday), both days inclusive, during which no transfer of shares will be registered. Holders of H shares and domestic shares whose names appear on the register of members of the Company on 21 June 2019 (Friday) are entitled to attend and vote at this meeting. In order for holders of H shares of the Company to qualify for attending and voting at this meeting, 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 21 May 2019 (Tuesday) for registration.
 2. A shareholder entitled to attend and vote at this meeting 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 this meeting in person to represent the relevant shareholder.
 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 authorisation document must be notarised.
 4. In order to be valid, the proxy form together with the notarised power of attorney or other authorisation 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, 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 this meeting 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 meeting or any adjournment thereof if he so wishes.
 5. Holders of domestic shares and holders of H shares who intend to attend this meeting in person or by proxy shall 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, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (fax no.: (852) 2865 0990), respectively on or before 1 June 2019 (Saturday) by hand, by post or by fax.
 6. Shareholders or their proxies attending this meeting (and any adjournment thereof) shall produce their identity documents.

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 directors are Mr. Tang Zhigang and Mr. Li Tao, Ms. Xie Xiaoyu and Mr. Hua Shan are executive directors, and the independent non-executive directors are Mr. Lin Hanchuan, Mr. Lo Chung Hing, Mr. Na Guoyi, Mr. Ma Yusheng, Mr. Chu Bende and Ms. Qu Xiaohui.