

The Proposed Amendments to the Articles of Association:

No. of articles of the Articles of Association	Contents of chapters and articles of the existing Articles of Association					Contents of chapters and articles after proposed amendments to the Articles of Association				
	No.	Issues	Date of Decision	Meeting	Ref No. of Approval Document	No.	Issues	Date of Decision	Meeting	Ref No. of Approval Document
Record of Preparation of and Amendments to the Articles of Association	1	Preparation of the Articles	25 April 1991	The first meeting of the first Board of Directors of China Pacific Insurance Company	Approval of the Establishment of China Pacific Insurance Company (Yin Fu [1991] No. 149)	1	Preparation of the Articles	25 April 1991	The first meeting of the first Board of Directors of China Pacific Insurance Company	Approval of the Establishment of China Pacific Insurance Company (Yin Fu [1991] No. 149)
				
	20	The 19 th amendment	12 May 2020	The annual general meeting of China Pacific Insurance (Group) Co., Ltd. for 2019	Approval by CBIRC of the Amendments to the Articles of China Pacific Insurance (Group) Co., Ltd. (Yin Bao Jian Fu (2020) No.378)	20	The 19 th amendment	12 May 2020	The annual general meeting of China Pacific Insurance (Group) Co., Ltd. for 2019	Approval by CBIRC of the Amendments to the Articles of China Pacific Insurance (Group) Co., Ltd. (Yin Bao Jian Fu (2020) No.378)
						<u>21</u>	<u>The 20th amendment</u>	<u>21 August 2020</u>	<u>The first extraordinary general meeting of China Pacific Insurance (Group) Co., Ltd. for 2020</u>	<u>Approval by CBIRC of the Amendments to the Articles of China Pacific Insurance (Group) Co., Ltd. (Yin Bao Jian Fu (2020) No. 932)</u>
Article 21	Upon approval of the examination and approval authority authorized by the State Council, the Company may issue a total number of up to 9.062 billion ordinary shares.					Upon approval of the examination and approval authority authorized by the State Council, the Company may issue a total number of up to 9.062 billion <u>9,620,341,455</u> ordinary shares.				

Article 22	<p>.....</p> <p>The Company conducted a private placement of 462,000,000 overseas-listed foreign investment shares to the subscribers on 30 October 2012 according to the approval document issued by the CSRC (Zheng Jian Xu Ke [2012] No. 1424), which was completed on 14 November 2012 with such shares issued and listed on the HKSE.</p> <p>The Company has issued a total number of 9.062 billion ordinary shares, representing 100% of all the ordinary shares.</p> <p>.....</p> <p>As of 31 December 2016, the shareholding structure of the Company is as set out in the table below:</p> <table><tr><th>No.</th><th>Class of shares</th><th>Number of shares (share)</th><th>Shareholding percentage</th></tr><tr><td>1</td><td>Domestically listed domestic shares (A Shares) not subject to trading moratorium</td><td>6,286,700,000</td><td>69.37%</td></tr><tr><td>2</td><td>Overseas listed foreign shares (H Shares) not subject to trading moratorium</td><td>2,775,300,000</td><td>30.63%</td></tr><tr><td colspan="2">Total share capital</td><td>9,062,000,000</td><td>100.0%</td></tr></table>	No.	Class of shares	Number of shares (share)	Shareholding percentage	1	Domestically listed domestic shares (A Shares) not subject to trading moratorium	6,286,700,000	69.37%	2	Overseas listed foreign shares (H Shares) not subject to trading moratorium	2,775,300,000	30.63%	Total share capital		9,062,000,000	100.0%	<p>.....</p> <p>The Company conducted a private placement of 462,000,000 overseas-listed foreign investment shares to the subscribers on 30 October 2012 according to the approval document issued by the CSRC (Zheng Jian Xu Ke [2012] No. 1424), which was completed on 14 November 2012 with such shares issued and listed on the HKSE.</p> <p><u>According to the approval document issued by the CSRC (Zheng Jian Xu Ke [2020] No. 1053) on 2 June 2020, the Company issued 111,668,291 Global Depositary Receipts ("GDR") which represent 558,341,455 ordinary shares based on the conversion ratio determined by the Company and were listed on the London Stock Exchange on 22 June 2020.</u></p> <p>The Company has issued a total number of 9.062 billion <u>9,620,341,455</u> ordinary shares, representing 100% of all the ordinary shares.</p> <p>.....</p> <p>As of 31 December 2016, The shareholding structure of the Company is as set out in the table below:</p> <table><tr><th>No.</th><th>Class of shares</th><th>Number of shares (share)</th><th>Shareholding percentage</th></tr><tr><td>1</td><td>Domestically listed domestic shares (A Shares) not subject to trading moratorium</td><td>6,286,700,000 <u>6,845,041,455</u></td><td>69.37% <u>71.15%</u></td></tr><tr><td>2</td><td>Overseas listed foreign shares (H Shares) not subject to trading moratorium</td><td>2,775,300,000</td><td>30.63% <u>28.85%</u></td></tr><tr><td colspan="2">Total share capital</td><td>9,062,000,000 <u>9,620,341,455</u></td><td>100.0%</td></tr></table>	No.	Class of shares	Number of shares (share)	Shareholding percentage	1	Domestically listed domestic shares (A Shares) not subject to trading moratorium	6,286,700,000 <u>6,845,041,455</u>	69.37% <u>71.15%</u>	2	Overseas listed foreign shares (H Shares) not subject to trading moratorium	2,775,300,000	30.63% <u>28.85%</u>	Total share capital		9,062,000,000 <u>9,620,341,455</u>	100.0%
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Article 25	<p>The registered share capital of the Company shall be RMB9.062 billion.</p> <p>.....</p>	<p>The registered share capital of the Company shall be RMB9.062 billion <u>9,620,341,455.</u></p> <p>.....</p>																																
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Article 126	<p>The Board shall establish a Strategic and Investment Decision-Making Committee, an Audit Committee, a Nomination and Remuneration Committee, a Risk Management and Related Party Transaction Control Committee, a Technological Innovation and Consumer Rights Protection Committee and other special committees, as necessary.</p> <p>.....</p> <p>The Board's strategic and investment decision-making committee shall be composed of at least three Directors and be chaired by the Company's Chairman of Board.</p> <p>.....</p>	<p>The Board shall establish a Strategic and Investment Decision-Making <u>& ESG</u> Committee, an Audit Committee, a Nomination and Remuneration Committee, a Risk Management and Related Party Transaction Control Committee, a Technological Innovation and Consumer Rights Protection Committee and other special committees, as necessary.</p> <p>.....</p> <p>The Board's strategic and investment decision-making <u>& ESG</u> committee shall be composed of at least three Directors and be chaired by the Company's Chairman of Board.</p> <p>.....</p>																		
Appendixes-Adjustment to the Notes	<p>.....</p> <p>(2) After the offering and listing of the Company's A shares, the changes in the Shareholders' shareholding of 5% or more of the equity interests in the Company (including Shareholder renaming) and related approval or record filing are set out below:</p> <table border="1"> <thead> <tr> <th>Year</th><th>Approval or Record Filing</th><th>Description of Change in Shareholding</th></tr> </thead> <tbody> <tr> <td colspan="3">.....</td></tr> <tr> <td>2012</td><td>CIRC Bao Jian Fa Gai [2012] No. 112</td><td>Shanghai Tobacco Package Printing Co., Ltd. transferred its 47,124,930 shares to Shanghai Haiyan Investment Management Co., Ltd. Upon this transfer, Shanghai Haiyan Investment Management Co., Ltd. held 468,828,104 shares in the Company, while Shanghai Tobacco Package Printing Co., Ltd. ceased to hold any share in the Company.</td></tr> </tbody> </table>	Year	Approval or Record Filing	Description of Change in Shareholding			2012	CIRC Bao Jian Fa Gai [2012] No. 112	Shanghai Tobacco Package Printing Co., Ltd. transferred its 47,124,930 shares to Shanghai Haiyan Investment Management Co., Ltd. Upon this transfer, Shanghai Haiyan Investment Management Co., Ltd. held 468,828,104 shares in the Company, while Shanghai Tobacco Package Printing Co., Ltd. ceased to hold any share in the Company.	<p>.....</p> <p>(2) After the offering and listing of the Company's A shares, the changes in the Shareholders' shareholding of 5% or more of the equity interests in the Company (including Shareholder renaming) and related approval or record filing are set out below:</p> <table border="1"> <thead> <tr> <th>Year</th><th>Approval or Record Filing</th><th>Description of Change in Shareholding</th></tr> </thead> <tbody> <tr> <td colspan="3">.....</td></tr> <tr> <td>2012</td><td>CIRC Bao Jian Fa Gai [2012] No. 112</td><td>Shanghai Tobacco Package Printing Co., Ltd. transferred its 47,124,930 shares to Shanghai Haiyan Investment Management Co., Ltd. Upon this transfer, Shanghai Haiyan Investment Management Co., Ltd. held 468,828,104 shares in the Company, while Shanghai Tobacco Package Printing Co., Ltd. ceased to hold any share in the Company.</td></tr> </tbody> </table>	Year	Approval or Record Filing	Description of Change in Shareholding			2012	CIRC Bao Jian Fa Gai [2012] No. 112	Shanghai Tobacco Package Printing Co., Ltd. transferred its 47,124,930 shares to Shanghai Haiyan Investment Management Co., Ltd. Upon this transfer, Shanghai Haiyan Investment Management Co., Ltd. held 468,828,104 shares in the Company, while Shanghai Tobacco Package Printing Co., Ltd. ceased to hold any share in the Company.
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			<p><u>2020</u></p> <p><u>CPIC [2020] No. 113 "Report on the changes in the Shareholders holding 5% or more of the equity interests"</u></p>	<p><u>According to the approval document issued by the CSRC (Zheng Jian Xu Ke [2020] No. 1053) on 2 June 2020, the Company issued 111,668,291 Global Depositary Receipts ("GDR") which represent 558,341,455 ordinary shares based on the conversion ratio determined by the Company and were listed on the London Stock Exchange on 22 June 2020 (the "Offering and Listing"). Upon completion of the Offering and Listing, the total share capital of the Company increased from 9,062,000,000 shares to 9,620,341,455 shares. Prior to the Offering and Listing, Shanghai Haiyan Investment Management Co., Ltd. held 468,828,104 shares in the Company, which represented 5.17% of the total share capital of the Company prior to the Offering and Listing. Upon completion of the Offering and Listing, the number of shares held by Shanghai Haiyan Investment Management Co., Ltd. in the Company remained unchanged, but the shareholding percentage has been diluted to 4.87%.</u></p>
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