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中國太平洋保險(集團)股份有限公司

CHINA PACIFIC INSURANCE (GROUP) CO., LTD.

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

(Stock Code: 02601)

(Debt Stock Code: 05920)

**ANNOUNCEMENT ON
POLL RESULTS FOR THE ANNUAL GENERAL MEETING AND
DISTRIBUTION OF FINAL DIVIDENDS AND ADJUSTMENT TO
THE CONVERSION PRICE OF CONVERTIBLE BONDS**

The 2025 annual general meeting (“AGM”) of China Pacific Insurance (Group) Co., Ltd. (the “Company”) was held on Wednesday, 10 June 2026 at 1:00 p.m.

POLL RESULTS FOR THE AGM

As at the date of the AGM, the Company has issued 6,845,041,455 A shares and 2,775,300,000 H shares. The shareholders are entitled to attend the AGM and vote for or against all resolutions proposed at the AGM.

The details for the attendance of the shareholders and the authorized proxies at the AGM were as follows:

| | |
|---|---------------|
| Number of shareholders and proxies attending the meeting | 1,143 |
| Of which: Number of holders of A shares | 1,142 |
| Number of holders of H shares | 1 |
| Total number of the voting shares held by attendees | 5,712,046,986 |
| Of which: Total number of shares held by holders of A shares | 4,460,773,821 |
| Total number of shares held by holders of H shares | 1,251,273,165 |

| | |
|---|-----------|
| Percentage of total number of voting shares of the Company (%) | 59.374680 |
| Of which: Shares held by holders of A shares | 46.368144 |
| Shares held by holders of H shares | 13.006536 |

The AGM was convened in accordance with the requirements of the Company Law of the People's Republic of China and the articles of association of the Company (the "**Articles of Association**"), and was chaired by Mr. FU Fan, Chairman of the board of directors of the Company.

The executive directors of the Company being Mr. FU Fan and Mr. ZHAO Yonggang, non-executive directors Mr. HUANG Dinan, Ms. LU Qiaoling, Mr. WANG Tayu, Ms. WANG Yuhua, Mr. CHEN Ran, Mr. ZHOU Donghui and Mr. John Robert DACEY, independent non-executive directors Ms. CHEN Xin, Ms. LAM Tyng Yih, Elizabeth, Ms. LO Yuen Man, Elaine, Mr. CHIN Hung I David and Mr. WONG Hin Wing, and employee director Ms. ZHOU Liyun attended the AGM.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, was appointed as the scrutineer for the vote-taking at the AGM. King & Wood Shanghai Office was appointed as the witnessing lawyer at the AGM.

To the best of the knowledge, information and belief of the directors of the Company, there were no restrictions on any shareholder casting votes on any of the proposed resolutions at the AGM. There were no shares entitling the shareholders to attend and abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). No shareholder was required to abstain from voting on any of the proposed resolutions at the AGM.

All resolutions as set out in the notice of the AGM dated 21 May 2026 were voted by poll. The poll results in respect of the resolutions proposed at the AGM were as follows:

| Ordinary Resolutions | | Number of Votes (%) | | | Total Number of Votes |
|--|---|------------------------------|----------------------------|-------------------------|-----------------------|
| | | For | Against | Abstain | |
| 1. | To consider and approve the report of the Board of Directors of the Company for the year 2025 | 5,700,797,995 (99.803066) | 8,415,625 (0.147331) | 2,833,366 (0.049603) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 2. | To consider and approve the proposed profit distribution plan of the Company for the year 2025 | 5,711,689,510 (99.993742) | 298,050 (0.005218) | 59,426 (0.001040) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 3. | To consider and approve the appointment of auditors of the Company for the year 2026 | 5,710,694,960 (99.976330) | 945,750 (0.016557) | 406,276 (0.007113) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 4. | To consider and approve the budget for external donation projects of the Company for 2026 | 5,699,530,723 (99.780880) | 9,806,247 (0.171676) | 2,710,016 (0.047444) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 5. | To consider and approve the high-quality development plan of the Company for 2026–2028 | 4,956,813,280 (86.778230) | 754,210,830 (13.203863) | 1,022,876 (0.017907) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 6. | To consider and approve the proposed election of Mr. GE Ming as an Independent Director of the tenth session of the Board of Directors of the Company | 5,631,622,085 (98.592013) | 79,989,425 (1.400363) | 435,476 (0.007624) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |

| Ordinary Resolutions | | Number of Votes (%) | | | Total Number of Votes |
|--|---|------------------------------|-------------------------|-----------------------|-----------------------|
| | | For | Against | Abstain | |
| 7. | To consider and approve the revision of the directors' remuneration management system of the Company | 5,704,524,482 (99.868305) | 7,088,928 (0.124104) | 433,576 (0.007591) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 8. | To consider and approve the measures for the remuneration management of senior management personnel of the Company | 5,704,485,423 (99.867621) | 7,097,087 (0.124247) | 464,476 (0.008132) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 9. | To consider and approve the Directors' remuneration plan of the Company for the year 2026 | 5,711,170,001 (99.984647) | 411,109 (0.007197) | 465,876 (0.008156) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 10. | To consider and approve the formulation of the measures for the wage determination mechanism of the Company | 5,705,335,301 (99.882499) | 6,254,809 (0.109503) | 456,876 (0.007998) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| 11. | To consider and approve the authorisation by the shareholders' meeting to the Board of Directors to determine the interim profit distribution plan for 2026 | 5,711,704,310 (99.994001) | 299,050 (0.005235) | 43,626 (0.000764) | 5,712,046,986 |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |

| Special Resolution | | Number of Votes (%) | | | Total Number of Votes |
|--|---|------------------------------|----------------------------|-----------------------|-----------------------|
| | | For | Against | Abstain | |
| 12. | As a special matter, to consider and approve the grant of a general mandate by the shareholders' meeting of the Company to the Board of Directors to issue new Shares (details of the resolution are set out in the circular) | 4,897,231,307 (85.735137) | 814,204,626 (14.254165) | 611,053 (0.010698) | 5,712,046,986 |
| As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution. | | | | | |

Note: The appraisal report on performance of Directors of the Company for the year 2025, the report on performance of Independent Directors of the Company for the year 2025 and the special report on the status of related party transactions of the Company for the year 2025 are not listed here as they are submitted at the AGM for shareholders' review only and no resolution is required for them. For details, please refer to the circular of the Company dated 21 May 2026.

In accordance with relevant laws and regulations, the appointment qualification of Mr. GE Ming acting as an independent non-executive director of the Company shall be subject to the approval of the regulatory authorities.

The full text of each resolution was set out in the circular of the Company dated 21 May 2026.

DISTRIBUTION OF FINAL DIVIDENDS

Through the votes and the approval of the shareholders of the Company at the AGM, the Company will distribute an annual dividend of RMB1.15 per share (including tax) for the year ended 31 December 2025 to the holders of H shares whose names appear on the H share register of members of the Company on Sunday, 21 June 2026.

Such dividends will be denominated and declared in Renminbi. Dividends on A shares will be paid in Renminbi, and dividends on H shares will be paid in Hong Kong dollars. The relevant exchange rate is the average rate of Renminbi to Hong Kong dollars calculated as published by the People's Bank of China for the week prior to the date of declaration of the dividends (RMB0.870088 equivalent to HK\$1.00), i.e. an annual dividend of HK\$1.321705 per share.

WITHHOLDING OF DIVIDEND INCOME TAX

Pursuant to the applicable provisions of the Enterprise Income Tax Law of the PRC and its implementation rules enacted in 2008, the Company is required to withhold 10% of corporate income tax when it distributes the final dividends to its non-resident enterprise H Share shareholders of the Company who is entitled to receive the proposed final dividends.

Pursuant to the applicable provisions of the Individual Income Tax Law of the PRC and its implementation rules and confirmed by the relevant tax authorities in the PRC after consulting with them by the Company, the Company will withhold individual income tax at the tax rate of 10% when it distributes the final dividends for 2025 to individual holders of H Shares of the Company who is entitled to receive the proposed final dividends. However, if it is otherwise stated in the tax regulations and relevant tax treaty, the Company will withhold individual income tax based on their dividend at the required tax rate and in accordance with the relevant procedures. If the applicable dividend tax rate is less than 10%, the individual H Share shareholders are entitled to apply for refund of the over-deducted amount on their own or appoint an agent to act on their behalf according to the tax treaty entered into between their countries of domicile and the PRC and the regulations of the relevant PRC tax authorities.

The Company will withhold the relevant enterprise income tax as well as the individual income tax as required by law. The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the individual H Share Shareholders and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the individual H Share Shareholders or any disputes over the withholding mechanism or arrangements.

WITHHOLDING OF INCOME TAX FOR HOLDERS OF H SHARES VIA THE HONG KONG STOCK CONNECT

For the investors in mainland market (including enterprises and individuals) investing in the Company's H shares via the Hong Kong Stock Connect Program, China Securities Depository and Clearing Corporation Limited, as the nominee holding H shares for investors via the Hong Kong Stock Connect Program, will receive the dividend distributed by the Company, and distribute such dividend to the relevant investors through its depository and clearing system. The dividend to be distributed to the investors via the Hong Kong Stock Connect Program will be paid in RMB.

Pursuant to the Notice of the Ministry of Finance, the State Administration of Taxation, and the China Securities Regulatory Commission on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No. 81) (《財政部、國家稅務總局、證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) promulgated on 17 November 2014:

- In respect of the dividends received by Mainland individual investors who invest in the H shares of the Company via the Shanghai-Hong Kong Stock Connect Program, the Company will withhold individual income tax at the rate of 20%. Individual investors may, by producing valid tax payment proofs, apply to the competent tax authority of China Securities Depository and Clearing Company Limited for tax credit relating to the withholding tax already paid abroad. In respect of the dividends received by Mainland securities investment funds that invest in the H shares of the Company via the Shanghai-Hong Kong Stock Connect Program, the Company will withhold individual income tax in the same way as the foregoing requirements;
- In respect of the dividends received by Mainland corporate investors that invest in the H shares of the Company via the Shanghai-Hong Kong Stock Connect Program, the Company will not withhold any income tax from the dividend and the Mainland corporate investors shall file the tax returns on their own.

Pursuant to the Notice of the Ministry of Finance, the State Administration of Taxation, and the China Securities Regulatory Commission on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)) put into force on 5 December 2016:

- In respect of the dividends received by Mainland individual investors who invest in the H shares of the Company via the HK-Shenzhen Stock Connect, the Company will withhold individual income tax at the rate of 20%. Individual investors may, by producing valid tax payment proofs, apply to the competent tax authority of China Securities Depository and Clearing Company Limited for tax credit relating to the withholding tax already paid abroad. In respect of the dividends received by Mainland securities investment funds that invest in the H shares of the Company via the HK-Shenzhen Stock Connect, the Company will withhold individual income tax in the same way as the foregoing requirements;
- In respect of the dividends received by Mainland corporate investors that invest in the H shares of the Company via the HK-Shenzhen Stock Connect, the Company will not withhold any income tax from the dividend and the Mainland corporate investors shall file the tax returns on their own.

WITHHOLDING OF INCOME TAX FOR HOLDERS OF A SHARES VIA THE SHANGHAI STOCK CONNECT

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A shares of the Company listed on the Shanghai Stock Exchange (the “**Shanghai Stock Connect**”), the dividends received by them will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited as the nominee account holding such A shares. Pursuant to the Notice of the Ministry of Finance, the State Administration of Taxation, and the China Securities Regulatory Commission on Relevant Taxation Policies Concerning the Pilot Inter-connected Mechanism for Trading on the Shanghai Stock Market and the Hong Kong Stock Market (Cai Shui [2014] No. 81) (《財政部、國家稅務總局、證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), the Company will withhold income tax at the rate of 10% on behalf of those investors and will undertake the reporting procedures on the tax withholding and payment with the tax authorities, and the after-tax cash dividend will be RMB1.035 per share. For investors of Shanghai Stock Connect who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, taxes shall be refunded based on the discrepancy between the levied taxes and the taxes payable pursuant to the tax rate of the tax treaty.

All investors should read this announcement carefully. Shareholders are recommended to consult their tax advisors on the PRC, Hong Kong and other tax effects regarding their holding and disposing of H shares of the Company.

The Company appointed Bank of China (Hong Kong) Limited as the receiving agent (the “**Receiving Agent**”) of the Company for payment of final dividends to holders of H shares of the Company. The final dividends will be distributed by the Receiving Agent on or about Friday, 17 July 2026. Relevant cheques will be dispatched to holders of H shares by surface post at their own risk.

The Company expects to distribute the final dividends to the holders of A shares whose names appear on the A share register of members of the Company on Thursday, 16 July 2026 around Friday, 17 July 2026 which shall be the ex-dividend date. The Company will announce separately on the Shanghai Stock Exchange the details of the arrangement regarding the distribution of final dividends to the holders of A shares.

ADJUSTMENT TO THE CONVERSION PRICE OF HK\$15,556,000,000 ZERO COUPON CONVERTIBLE BONDS DUE 2030

References are made to the announcements of the Company dated 10 September 2025, 11 September 2025 and 18 September 2025 in relation to the issue of zero coupon convertible bonds due 2030 in an aggregate principal amount of HK\$15,556,000,000 (the “**Convertible Bonds**”).

The terms and conditions of the Convertible Bonds as set out in the offering circular of the Company dated 10 September 2025 (the “**CB Terms and Conditions**”) provided, among other things, that if the Company pays or makes any Capital Distribution (as defined in the CB Terms and Conditions), the Conversion Price (as defined in the CB Terms and Conditions) shall be adjusted by multiplying the Conversion Price in force immediately before such Capital Distribution by the following fraction:

$$\frac{A - B}{B}$$

Where:

- A. is the Current Market Price (as defined in CB Terms and Conditions) per H Share on the date on which the Capital Distribution is first publicly announced; and
- B. is the Fair Market Value (as defined in the CB Terms and Conditions) of the portion of Capital Distribution attributable to one H Share

Such adjustment shall become effective on the date that such Capital Distribution is actually made or, if a record date is fixed therefor, immediately after such record date.

The final dividend has been approved by the AGM on 10 June 2026. With effect from 22 June 2026, being the day immediately after the record date of H Shares, the Conversion Price of the Convertible Bonds will be adjusted from the initial Conversion Price of HK\$39.04 per H Share (the “**Initial Conversion Price**”) to the adjusted Conversion Price of HK\$37.51 per H Share (the “**Adjustment**”) in accordance with the CB Terms and Conditions. Save for the abovementioned Adjustment to the Conversion Price, the other terms of the Convertible Bonds remain unchanged.

As at the date of this announcement, the aggregate principal amount under the Convertible Bonds that remains outstanding is HK\$15,556,000,000. Immediately following the Adjustment, the maximum number of H Shares issuable by the Company upon full conversion of the Convertible Bonds at the adjusted Conversion Price of HK\$37.51 per H Share will be 414,716,075 H Shares, representing an increase of 16,252,961 H Shares (the “**Additional Conversion Shares**”) from 398,463,114 H Shares based on the Initial Conversion Price.

The Additional Conversion Shares will be issued and allotted pursuant to the general mandate approved by the Shareholders at 2024 annual general meeting of the Company held on 11 June 2025 (the “**General Mandate**”). The Company is entitled to issue and allot a maximum of 555,060,000 H Shares pursuant to the General Mandate, which is sufficient to cover the maximum number of Conversion Shares to be issued after the Adjustment to the Conversion Price pursuant to the CB Terms and Conditions (currently 414,716,075 H Shares).

Application will be made to The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) for the listing of, and permission to deal in, the Additional Conversion Shares on the Hong Kong Stock Exchange.

By Order of the Board of Directors
China Pacific Insurance (Group) Co., Ltd.
FU Fan
Chairman

Hong Kong, 10 June 2026

As at the date of this announcement, the Executive Directors of the Company are Mr. FU Fan and Mr. ZHAO Yonggang; the Non-executive Directors are Mr. HUANG Dinan, Ms. LU Qiaoling, Mr. WANG Tayu, Ms. WANG Yuhua, Mr. CHEN Ran, Mr. ZHOU Donghui and Mr. John Robert DACEY; the Independent Non-executive Directors are Ms. CHEN Xin, Ms. LAM Tyng Yih, Elizabeth, Ms. LO Yuen Man, Elaine, Mr. CHIN Hung I David and Mr. WONG Hin Wing; the Employee Director is Ms. ZHOU Liyun.