



中國太平保險控股有限公司

China Taiping Insurance Holdings Company Limited
(Incorporated in Hong Kong with limited liability)
(Stock Code: 966)
(the “Company”)

Procedures for shareholders to propose a person for election as a director

Pursuant to article 95 of the articles of association of the Company, no person other than a director retiring at the meeting (whether by rotation or otherwise) shall be appointed or reappointed a director at any general meeting unless:

- (a) he is recommended by the Board, or
- (b) during a period of not less than 7 days commencing no earlier than the day after the despatch of the notice of the meeting and ending no later than 7 days prior to the date appointed for the meeting, there has been given to the secretary notice in writing by some Member (not being the person to be proposed) qualified to attend and vote at the meeting of his intention to propose that person for appointment or reappointment and also notice in writing signed by the person to be proposed of his willingness to be appointed or reappointed.

A shareholder may propose a person other than a retiring director or recommended by the directors for election as a director by validly lodging the following documents within the period hereinafter mentioned at the registered office of the Company at 25/F., China Taiping Finance Centre, 18 King Wah Road, North Point, Hong Kong:-

1. a notice in writing of the intention to propose that person for election as a director, which must state the full name of the person, include the person’s biographical details as required by rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and be signed by the shareholder; and
2. a notice in writing signed by that person of his willingness to be elected as a director together with his written consent to the publication of his/her personal data.

Such documents shall be lodged with the registered office of the Company within the period of 7 days after the despatch of the notice of the general meeting. Upon receipt of such documents, the Company shall verify the documents and, if the proposal is found to be in order, publish an announcement and/or issue a supplemental circular in respect of the proposal in accordance with rule 13.70 of the Listing Rules.

In the case of any general meeting called by at least 10 clear business days’ (as defined by the Listing Rules) or 14 clear days’ (whichever is the longer) notice in writing, such documents lodged within the aforesaid period may be received less than 10 business days prior to the general meeting, the Company will consider the adjournment of the general meeting in order to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or supplemental circular.