

英大泰和人寿保险股份有限公司

第十五次临时股东大会 2020 年第一次 会议决议

英大泰和人寿保险股份有限公司第十五次临时股东大会 2020 年第一次会议于 2020 年 2 月 7 日以通讯方式召开。27 家股东单位对本次会议各项议案进行书面表决，代表公司股份 4,000,000,000 股，占总股本的 100%，符合《中华人民共和国公司法》和《公司章程》有关会议召开的规定。

本次会议审议并通过了 2 项议案，形成决议如下：

一、审议通过《关于公司发行资本补充债的议案》。同意公司在全国银行间债券市场公开发行不超过 35 亿元的资本补充债，具体规模以监管审批额度为准，债券期限为 10 年，在第 5 年末附有条件的发行人赎回权，发行利率根据募集时的市场环境和投资者需求确定。

同意票代表公司股份 4,000,000,000 股，占总股份的 100%，反对 0 票，弃权 0 票。

二、审议通过《关于更换公司董事的议案》。同意于楠楠、李瑞庆为公司新任董事，冯来法、任华不再担任公司董事职务。

同意票代表公司股份 4,000,000,000 股，占总股份的 100%，反对 0 票，弃权 0 票。

2020 年 2 月 12 日

Yingda Taihe Life Insurance Co., Ltd.
Resolutions of the 15th Interim Shareholders General
Meeting 1st Session of Year 2020

The 15th Interim Shareholders' General Meeting 1st Session of year 2020 of Yingda Taihe Life Insurance Co., Ltd. was held by electronic-communication on February 7, 2020. All 27 shareholder companies reviewed the proposals and sent back the Ballot Form in paper, representing 4,000,000,000 shares of the Company, accounting for a majority of 100% of the total capital stock. The convening of this meeting complies with the relevant stipulations of the Company Law of the People's Republic of China and Articles of Association.

The meeting votes to reach a resolution on 2 proposals:

1. Proposal on the Issuance of Supplementary Capital Bonds by the Company was approved after discussion and review. It is agreed to public issuance capital supplementary bonds of no more than 3.5 billion yuan in the national inter-bank bond market, the specific scale shall be subject to the approval limit of CBIRC, the bond term shall be 10 years, the issuer's redemption right with conditions shall be attached at the end of the fifth year, and the issuance interest rate shall be determined according to the market circumstances at the time of raising and the needs of investors.

Of the total 4,000,000,000 common shares which represent 100% of the total effective shares, 0 share cast dissenting vote and 0 share cast abstaining vote.

2. Proposal on Replacement of the Directors of the Company was approved after discussion and review. It is agreed that Yu Nannan and Li Ruiqing will be the new directors of the company, and Feng Laifa and Ren Hua will no longer serve as directors of the company.

Of the total 4,000,000,000 common shares which represent 100% of the total effective shares, 0 share cast dissenting vote and 0 share cast abstaining vote.

February 12, 2020