

英大泰和人寿保险股份有限公司

第十八次临时股东大会

2024 年第一次会议决议

英大泰和人寿保险股份有限公司（以下简称“公司”）第十八次临时股东大会 2024 年第一次会议于 2024 年 12 月 26 日在北京召开，会议采取视频会议和现场会议相结合的召开方式。出席本次会议的股东代表共计 26 人，代表公司股份 4,000,000,000 股，占公司总股本的 100%。公司领导、高管、职工监事及有关部门负责人列席会议。此次会议的召集、召开符合《中华人民共和国公司法》和《公司章程》的有关规定，合法有效。

会议由侯培建董事长主持。经逐项审议，会议表决通过了以下 4 项议案：

一、审议通过了《关于撤销公司监事会的议案》。同意撤销监事会；免除丁勇监事会主席职务，于海纯、王隽外部监事职务。自撤销之日起，由董事会审计委员会履行监督职责。涉及监事会的有关制度及条款一并废止。

二、审议通过了《关于更换公司董事的议案》。同意孔旺、周建、于海纯、王隽为公司新任董事，李峰、于楠楠、周全亮、何勇生、赵占波不再担任公司董事职务。周全亮、赵占波将于股东大会决议后卸任董事职务。李峰、于楠楠、何勇生将于拟任董事获得监管机构任职资格核准后卸任董事职务。

孔旺：同意票代表公司股份 4,000,000,000 股，占出席会议全部有效表决权股份总数的 100%；反对 0 股；弃权 0 股。

周建：同意票代表公司股份 4,000,000,000 股，占出席会议全部有效表决权股份总数的 100%；反对 0 股；弃权 0 股。

于海纯：同意票代表公司股份 4,000,000,000 股，占出席会议全部有效表决权股份总数的 100%；反对 0 股；弃权 0 股。

王隽：同意票代表公司股份 4,000,000,000 股，占出席会议全部有效表决权股份总数的 100%；反对 0 股；弃权 0 股。

三、审议通过了《关于公司发行资本补充债的议案》。
同意公司于 2025 年发行 25 亿元资本补充债，最终发行额度以监管批复为准。

同意票代表公司股份 4,000,000,000 股，占出席会议全部有效表决权股份总数的 100%；反对 0 股；弃权 0 股。

四、审议通过了《关于公司 2024 年度财务预算调整的议案》。同意公司 2024 年合并利润总额预算调整为-5 亿元。

同意票代表公司股份 4,000,000,000 股，占出席会议全部有效表决权股份总数的 100%；反对 0 股；弃权 0 股。

附件：英大泰和人寿保险股份有限公司各股东持有股份数和持股比例

Yingda Taihe Life Insurance Co., Ltd.
Resolutions of the 18th Special Shareholders' Meeting 1st
Session of year 2024

The 18th Special Shareholders' Meeting 1st Session of year 2024 was held by electronic-communication on December 26, 2024. The meeting was held at the main venue and online via video link at the same time. A total of 26 shareholder representatives attended this meeting, representing 4,000,000,000 shares of the Company, accounting for a majority of 100% of the total capital stock. Company leaders, senior executives, employee supervisors, and heads of relevant departments attended the meeting as observers. 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 was chaired by Chairman Hou Peijian. After a review of each item on the agenda, the meeting votes to reach a resolution on 4 proposals:

1.Proposal on the Revocation of the Company's Supervisory Board was approved after discussion and review. Agreed to revoke the Supervisory Board; relieve Ding Yong of his position as Chairman of the Supervisory Board, and Yu Haichun and Wang Jun of their positions as external supervisors. From the date of revocation, the supervisory duties will be performed by the Board's Audit Committee. All relevant systems and provisions concerning the Supervisory Board are hereby abolished.

2.Proposal on the Replacement of Company Directors was approved after discussion and review. Agreed to appoint Kong Wang、Zhou Jian、Yu Haichun、Wang Jun as new directors of the Company. Li Feng、Yu Nannan、ZhouQuanliang、He Yongsheng and Zhao Zhanbo are no longer serving as directors of the company. ZhouQuanliang、Zhao Zhanbo will resign from his directorship following the resolution of the shareholders' meeting. Li Feng、Yu Nannan and He Yongsheng will resign from their directorship after the proposed directors receive regulatory approval for their appointments.

Kong Wang: 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.

Zhou Jian: 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.

Yu Haichun: 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.

Wang Jun: 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.

3.Proposal on the Issuance of Capital Supplement Bonds by the Company was approved after discussion and review. Agreed to the company issuing 2.5 billion yuan in capital replenishment bonds in 2025, with the final issuance amount subject to regulatory approval.

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.

4.Proposal on the Adjustment of the Company's Financial Budget for 2024 was approved after discussion and review. Agreed to adjust the total consolidated profit budget of the company for 2024 to -500 million Yuan.

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.

Attachment: Number & proportion of shares held of YDLIC

附件 / Attachment:

英大泰和人寿保险股份有限公司 各股东持有股份数和持股比例

序号	股东名称	持有股份 (股)	占总股本 比例
1	国网英大国际控股集团有限公司	1,056,320,000	26.408%
2	Massachusetts Mutual Life Insurance Company (万通人寿保险公司)	796,000,000	19.900%
3	国网冀北电力有限公司	33,040,000	0.826%
4	国网北京市电力公司	96,120,000	2.403%
5	国网天津市电力公司	64,080,000	1.602%
6	国网河北省电力有限公司	96,120,000	2.403%
7	国网山西省电力公司	96,120,000	2.403%
8	国网山东省电力公司	96,120,000	2.403%
9	国网辽宁省电力有限公司	128,160,000	3.204%
10	国网吉林省电力有限公司	64,080,000	1.602%
11	国网黑龙江省电力有限公司	96,120,000	2.403%
12	国网上海市电力公司	128,160,000	3.204%
13	国网江苏省电力有限公司	96,120,000	2.403%
14	国网浙江省电力有限公司	96,120,000	2.403%
15	国网安徽省电力有限公司	96,120,000	2.403%
16	国网福建省电力有限公司	96,120,000	2.403%
17	国网河南省电力公司	96,120,000	2.403%
18	国网湖北省电力有限公司	128,160,000	3.204%
19	国网湖南省电力有限公司	96,120,000	2.403%
20	国网江西省电力有限公司	64,080,000	1.602%
21	国网重庆市电力公司	64,080,000	1.602%
22	国网四川省电力公司	96,120,000	2.403%
23	国网陕西省电力公司	128,160,000	3.204%
24	国网甘肃省电力公司	64,080,000	1.602%

序号	股东名称	持有股份 (股)	占总股本 比例
25	国网宁夏电力有限公司	64,080,000	1.602%
26	国网新源控股有限公司	64,080,000	1.602%
合计		4,000,000,000	100.000%

【以下无正文】

Signature page of meeting resolutions

Chairperson

1.34 培建

Present Director

品珂 赵理军

Recorder

刘辰

December 26, 2024