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# 中国平安保险(集团)股份有限公司

## Ping An Insurance (Group) Company of China, Ltd.

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

**Stock Code: 2318 (HKD counter) and 82318 (RMB counter)**

**(Debt Stock Code: 5131)**

### SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of annual general meeting (the “AGM”) of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”) dated April 17, 2025. The board of directors (the “**Board**”) of the Company received the motion made by Business Fortune Holdings Limited, individually holding approximately 2.52% equity interest in the Company, pursuant to the recommendation of the Board, for an additional resolution (specified as resolution 9 below, and the original resolution 9 shall be accordingly renumbered as resolution 10) to be submitted to the forthcoming AGM by Business Fortune Holdings Limited for approval by the shareholders of the Company. The additional resolution with clear topic and specific matters satisfied the terms of reference of the AGM, and was in compliance with the provisions of laws, administrative regulations and the Articles of Association of Ping An Insurance (Group) Company of China, Ltd. The Board approved the additional resolution to be submitted to the AGM for consideration.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the AGM of the Company will be held at 2:00 p.m. on Tuesday, May 13, 2025 at Ping An Hall, Ping An (Shenzhen) Financial Education and Training Center, No. 402, Sili Road, Guanlan, Shenzhen, Guangdong Province, the PRC for the purpose of considering and, if thought fit, passing of the following resolutions:

**(I) By way of non-cumulative voting (ordinary resolutions):**

1. To consider and approve the Report of the Board of Directors of the Company for the Year 2024.
2. To consider and approve the Report of the Supervisory Committee of the Company for the Year 2024.
3. To consider and approve the Annual Report of the Company for the Year 2024 and its summary.
4. To consider and approve the Profit Distribution Plan of the Company for the Year 2024 and the proposed declaration and distribution of final dividends.

5. To consider and approve the Resolution regarding the Re-appointment of Auditors of the Company for the Year 2025.
6. To consider and approve the Development Plan of the Company for the Years 2025 to 2027.

**(II) By way of non-cumulative voting (special resolutions):**

7. To consider and approve the Resolution regarding the Proposed Grant of General Mandate by the General Meeting to the Board to Issue H Shares.
8. To consider and approve the Resolution regarding the Cancellation of Repurchased A Shares, Reduction of Registered Capital and Amendments to the Articles of Association.
9. To consider and approve the Resolution regarding the Issue of Domestic Debt Financing Instruments.

**(III) By way of cumulative voting (ordinary resolution):**

10. To consider and approve the Resolution regarding the Election of Independent Non-executive Directors of the 13<sup>th</sup> Session of the Board.
  - 10.01 To consider and approve the election of Mr. Hong Xiaoyuan as an independent non-executive Director of the Company to hold office until the expiry of the term of the 13<sup>th</sup> session of the Board.
  - 10.02 To consider and approve the election of Mr. Song Xianzhong as an independent non-executive Director of the Company to hold office until the expiry of the term of the 13<sup>th</sup> session of the Board.
  - 10.03 To consider and approve the election of Mr. Chan Hiu Fung Nicholas as an independent non-executive Director of the Company to hold office until the expiry of the term of the 13<sup>th</sup> session of the Board.

**REPORTING DOCUMENTS**

11. To consider and review the Performance Evaluation Results of the Directors for the Year 2024.
12. To consider and review the Performance Evaluation Results of the Supervisors for the Year 2024.

13. To consider and review the Performance Report of the Independent Directors for the Year 2024.
14. To consider and review the Special Report on the Related Party Transactions for the Year 2024.

By order of the Board  
**Sheng Ruisheng**  
Company Secretary

Shenzhen, the PRC, April 25, 2025

*As at the date of this notice, the executive directors of the Company are Ma Mingzhe, Xie Yonglin, Michael Guo, Fu Xin and Cai Fangfang; the non-executive directors of the Company are Soopakij Chearavanont, Yang Xiaoping, He Jianfeng and Cai Xun; the independent non-executive directors of the Company are Ng Sing Yip, Chu Yiyun, Liu Hong, Ng Kong Ping Albert, Jin Li and Wang Guangqian.*

*Notes:*

1. According to the Articles of Association of the Company, the resolutions will be determined by poll. Save for the inclusion of the newly proposed resolution and corresponding change to the number of resolutions, there are no other changes to the resolutions set out in the Notice of Annual General Meeting dated April 17, 2025. Please refer to the Notice of Annual General Meeting dated April 17, 2025 for other relevant matters of the AGM.
2. Since the form of proxy sent together with the Notice of Annual General Meeting (the “**Original Form of Proxy**”) does not contain the additional resolution as set out in this supplemental notice, a new form of proxy (the “**Revised Form of Proxy**”) has been prepared and is enclosed with this supplemental notice.
3. The Revised Form of Proxy for use at the AGM is enclosed and is also published on the websites of Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.pingan.cn](http://www.pingan.cn)). Whether or not you intend to attend the AGM, you are requested to complete and return the Revised Form of Proxy in accordance with the instructions printed thereon before 2:00 p.m. on Monday, May 12, 2025.
4. A shareholder who has not yet lodged the Original Form of Proxy with the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, is requested to lodge the Revised Form of Proxy if he or she wishes to appoint proxies to attend the AGM on his or her behalf. The Company’s H share registrar, Computershare Hong Kong Investor Services Limited, is at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong. In this case, the Original Form of Proxy should not be lodged with the Company’s H share registrar.
5. A shareholder who has already lodged the Original Form of Proxy with the Company’s H share registrar should note that:
  - (i) If the Revised Form of Proxy is lodged with the Company’s H share registrar before 2:00 p.m. on Monday, May 12, 2025, the Revised Form of Proxy will revoke and supersede the Original Form of Proxy previously lodged by him or her. The Revised Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if correctly completed.
  - (ii) If the Revised Form of Proxy is not lodged with the Company’s H share registrar before 2:00 p.m. on Monday, May 12, 2025, the Original Form of Proxy will be treated as a valid form of proxy lodged by him or her if correctly completed. The proxy so appointed by the shareholder will be entitled to vote at his or her discretion or to abstain from voting on any other resolutions properly put to the AGM, including the additional resolution as set out in this supplemental notice.
6. Shareholders are reminded that completion and return of the Original Form of Proxy and/or the Revised Form of Proxy will not preclude shareholders from attending and voting in person at the AGM or at any adjourned meeting should they so wish.