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眾安在綫財產保險股份有限公司

ZHONGAN ONLINE P & C INSURANCE CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability and carrying on business in Hong Kong as "ZA Online Fintech P & C")

(Stock Code: 6060)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON FRIDAY, JULY 14, 2023

The board (the “**Board**”) of directors (the “**Directors**”) of ZhongAn Online P & C Insurance Co., Ltd. (the “**Company**”) is pleased to announce that, at the extraordinary general meeting (the “**EGM**”) of the Company held on Friday, July 14, 2023, the proposed resolutions as set out in the notice of the EGM dated June 29, 2023 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)		
		For	Against	Abstain
1.	That			
(a)	the Share Purchase Agreement and the transactions contemplated thereunder be and are hereby approved and confirmed; and	817,524,551 (94.5463%)	35,384 (0.0041%)	47,122,063 (5.4496%)
(b)	any one director of the Company be and are hereby generally and unconditionally authorized to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps as he/she may consider necessary, desirable, appropriate or expedient to implement and/or give effect to or otherwise in connection with the Share Purchase Agreement and the transactions contemplated thereunder.	817,524,551 (94.5463%)	35,384 (0.0041%)	47,122,063 (5.4496%)

Notes

- (a) As more than half of the votes were cast in favour of each of the resolutions numbered 1(a) to 1(b) above, such resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the EGM, the total number of shares of the Company in issue was 1,469,812,900 shares (of which 50,000,000 were domestic shares and 1,419,812,900 were H shares).
- (c) The total number of shares entitling the Shareholders to attend and vote on the resolutions numbered 1(a) to 1(b) at the EGM were 50,000,000 domestic shares and 1,205,197,649 H shares. 1 domestic Shareholder or their authorized proxy, holding an aggregate of 50,000,000 domestic shares, representing approximately 3.98% of the total shares of the Company with voting rights, and 1 H Shareholder or their authorized proxy, holding an aggregate of 814,681,998 H shares, representing approximately 64.90% of the total shares of the Company with voting rights, attended the EGM.
- (d) As stated in the circular of the Company dated June 29, 2023, Cnhooray Internet Technology Co. Ltd. (深圳日訊網絡科技股份有限公司) and Shenzhen Jia De Xin Investment Limited (深圳市加德信投資有限公司), which were interested in, controlled and were entitled to exercise control 81,000,000 H Shares and 133,615,251 H Shares, respectively, as at the date of the EGM, are considered to have a material interest in and have abstained from voting on the resolutions at the EGM.
- (e) Save as disclosed above, there were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM 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**”).
- (f) Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the EGM.
- (g) Save as disclosed above, none of the Shareholders have stated their intention in the Company’s circular to vote against or to abstain from voting on the resolutions at the EGM.
- (h) The Company’s representatives of shareholders, Ms. Yishu Hong and Mr. Haiming Wang, and employee representative supervisor, Ms. Haijiao Liu, acted as the vote counters at the EGM. The Company’s H share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.
- (i) The Company’s executive Directors, Mr. Xing Jiang and Mr. Gaofeng Li; non-executive Directors, Mr. Yaping Ou, Mr. Liangxun Shi, Mr. Gang Ji, Mr. Shuang Zhang and Mr. Hugo Jin Yi Ou; and independent non-executive Directors, Mr. Wei Ou, Ms. Vena Wei Yan Cheng, Ms. Gigi Wing Chee Chan and Mr. Hai Yin, attended the EGM.

By Order of the Board of Directors
ZhongAn Online P & C Insurance Co., Ltd.
Yaping Ou
Chairman

Shanghai, the PRC, July 14, 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Xing Jiang and Mr. Gaofeng Li, five non-executive Directors, namely Mr. Yaping Ou, Mr. Liangxun Shi, Mr. Gang Ji, Mr. Shuang Zhang and Mr. Hugo Jin Yi Ou, and four independent non-executive Directors, namely Mr. Wei Ou, Ms. Vena Wei Yan Cheng, Ms. Gigi Wing Chee Chan and Mr. Hai Yin.

* *For identification purposes only and carrying on business in Hong Kong as “**ZA Online Fintech P & C**”.*