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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 ANNUAL GENERAL MEETING  
HELD ON THURSDAY, JUNE 20, 2024**

The board (the "Board") of directors of ZhongAn Online P & C Insurance Co., Ltd. (the "Company") is pleased to announce that, at the annual general meeting (the "AGM") of the Company held on Thursday, June 20, 2024, the proposed resolutions as set out in the notice of the AGM dated May 21, 2024 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.	To consider and approve the report of the board of directors of the Company for the year ended December 31, 2023.	1,014,634,302 (95.5685%)	0 (0.0000%)	47,047,963 (4.4315%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended December 31, 2023.	1,014,634,302 (95.5685%)	0 (0.0000%)	47,047,963 (4.4315%)
3.	To consider and approve the report of the auditors and audited financial statements of the Company for the year ended December 31, 2023.	1,014,634,302 (95.5685%)	0 (0.0000%)	47,047,963 (4.4315%)
4.	To consider and approve the re-appointment of auditors for the year ending December 31, 2024.	1,014,598,302 (95.5652%)	36,000 (0.0034%)	47,047,963 (4.4315%)
5.	To consider and approve the Company's 2024-2026 three-year capital planning report.	1,014,634,302 (95.5685%)	0 (0.0000%)	47,047,963 (4.4315%)

Ordinary Resolutions		Number of Votes (Approximate %)		
		For	Against	Abstain
6.(a)	To approve, confirm and ratify the revised annual caps of RMB3,185,470,000 and RMB3,728,750,000 for the years ending December 31, 2024 and 2025 (the “Revised Annual Caps”) under the Online Platform Cooperation Framework Agreement; and	862,171,365 (94.8255%)	0 (0.0000%)	47,047,963 (5.1745%)
6.(b)	To authorize generally and unconditionally any one director of the Company 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 Revised Annual Caps.	862,171,365 (94.8255%)	0 (0.0000%)	47,047,963 (5.1745%)

*Notes:*

- (a) As more than half of the votes were cast in favour of each of the resolutions numbered 1 to 6.(b) above, such resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, 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 to 5 was 50,000,000 domestic shares and 1,419,812,900 H shares. A total of 1 domestic Shareholder or his/her authorized proxy, holding an aggregate of 50,000,000 domestic shares, and representing approximately 3.40% of the total shares of the Company with voting rights, attended the AGM. A total of 1 H Shareholder or his/her authorized proxy, holding an aggregate of 1,011,682,265 H shares, and representing approximately 68.83% of the total shares of the Company with voting rights, attended the AGM.
- (d) The total number of shares entitling the Shareholders to attend and vote on the resolutions numbered 6.(a) and 6.(b) was 50,000,000 domestic shares and 1,267,349,963 H shares. A total of 1 domestic Shareholder or his/her authorized proxy, holding an aggregate of 50,000,000 domestic shares, representing approximately 3.80% of the total shares of the Company with voting rights, attended the AGM. A total of 1 H Shareholder or his/her authorized proxy, holding an aggregate of 859,219,328 H shares, representing approximately 65.22% of the total shares of the Company with voting rights, attended the AGM.
- (e) As stated in the circular of the Company dated May 21, 2024, Ant Group Co., Ltd., which was interested in, controlled and was entitled to exercise control 152,462,937 H shares, as at the date of the AGM, is considered to have a material interest in and has abstained from voting on resolutions numbered 6.(a) and 6.(b) at the AGM.

- (f) There were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”).
- (g) Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (h) No Shareholders have stated their intention in the Company’s circular to vote against or to abstain from voting on the resolutions at the AGM.
- (i) The Company’s shareholders representative, Ms. Yishu Hong and Mr. Haiming Wang, and employee representative supervisor, Ms. Yao Wang, acted as the vote counters at the AGM. The Company’s H share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (j) The Company’s executive directors, Mr. Xing Jiang and Mr. Gaofeng Li; non-executive directors, Mr. Yaping Ou, Mr. Liangxun Shi, Mr. Shuang Zhang, Mr. Hugo Jin Yi Ou and Mr. Hai Yin; and independent non-executive directors, Mr. Wei Ou, Ms. Vena Wei Yan Cheng, Ms. Gigi Wing Chee Chan and Mr. Stanley Chiu Fai Choi attended the AGM.

By Order of the Board of Directors  
**ZhongAn Online P & C Insurance Co., Ltd.**  
**Hai Yin**  
*Chairman*

Shanghai, the PRC, June 20, 2024

*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. Shuang Zhang, Mr. Hugo Jin Yi Ou and Mr. Hai Yin, and four independent non-executive directors, namely Mr. Wei Ou, Ms. Vena Wei Yan Cheng, Ms. Gigi Wing Chee Chan and Mr. Stanley Chiu Fai Choi.*

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