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中國太平洋保險(集團)股份有限公司  
**CHINA PACIFIC INSURANCE (GROUP) CO., LTD.**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 02601)**

**SUPPLEMENTAL NOTICE OF  
THE ANNUAL GENERAL MEETING**

Reference is made to the notice of the annual general meeting issued by China Pacific Insurance (Group) Co., Ltd. (the “**Company**”) dated 15 April 2013 (the “**Original AGM Notice**”) which sets out the ordinary resolutions to be considered by the shareholders at the 2012 annual general meeting of the Company to be held at Sheraton Dameisha Resort, Shenzhen, the People’s Republic of China (the “**PRC**”) on Friday, 31 May 2013 at 9:00 a.m. (“**AGM**” or “**Annual General Meeting**”).

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the 2012 AGM will be held as originally scheduled. In addition to the resolutions set out in the Original AGM Notice, the resolutions set out in the supplemental circular dispatched on 16 May 2013 will be considered and approved as additional ordinary resolutions. The additional ordinary resolutions were proposed to the Company recently by Shenergy Group Co., Ltd., as a shareholder holding approximately 13.63% of the total share capital of the Company.

The additional ordinary resolutions are as follows:

**13. To consider and approve the resolution on the election of Directors for the 7th session of the Board of Directors of the Company**

- 13.1 To consider and approve Mr. WANG Chengran as a non-executive Director for the 7th session of the Board of the Company;
- 13.2 To consider and approve Mr. BAI Wei as an independent non-executive Director for the 7th session of the Board of the Company;
- 13.3 To consider and approve Ms. SUN Xiaoning as a non-executive Director for the 7th session of the Board of the Company;
- 13.4 To consider and approve Mr. YANG Xianghai as a non-executive Director for the 7th session of the Board of the Company;
- 13.5 To consider and approve Mr. WU Jumin as a non-executive Director for the 7th session of the Board of the Company;

- 13.6 To consider and approve Mr. WU Junhao as a non-executive Director for the 7th session of the Board of the Company;
- 13.7 To consider and approve Mr. ZHANG Yansheng as an independent non-executive Director for the 7th session of the Board of the Company;
- 13.8 To consider and approve Mr. LAM Chi Kuen as an independent non-executive Director for the 7th session of the Board of the Company;
- 13.9 To consider and approve Mr. ZHOU Zhonghui as an independent non-executive Director for the 7th session of the Board of the Company;
- 13.10 To consider and approve Mr. ZHENG Anguo as a non-executive Director for the 7th session of the Board of the Company;
- 13.11 To consider and approve Mr. GAO Guofu as an executive Director for the 7th session of the Board of the Company;
- 13.12 To consider and approve Mr. CHENG Feng as a non-executive Director for the 7th session of the Board of the Company;
- 13.13 To consider and approve Mr. FOK Kwong Man as an independent non-executive Director for the 7th session of the Board of the Company; and
- 13.14 To consider and approve Mr. HUO Lianhong as an executive Director for the 7th session of the Board of the Company.
- 14. To consider and approve the resolution on the election of the shareholder representative Supervisors for the 7th session of the Board of Supervisors of the Company**
- 14.1 To consider and approve Mr. ZHANG Jianwei as a shareholder representative Supervisor for the 7th session of the Board of Supervisors of the Company;
- 14.2 To consider and approve Ms. LIN Lichun as a shareholder representative Supervisor for the 7th session of the Board of Supervisors of the Company; and
- 14.3 To consider and approve Mr. DAI Zhihao as a shareholder representative Supervisor for the 7th session of the Board of Supervisors of the Company.

*Note: If there is any inconsistency between the Chinese version and English version of this notice, the Chinese version shall prevail.*

By Order of the Board of Directors  
**China Pacific Insurance (Group) Co., Ltd.**  
**GAO Guofu**  
*Chairman*

Shanghai, the PRC  
16 May 2013

Notes:

- (1) Save for the inclusion of the newly submitted resolutions, there are no other changes to the resolutions set out in the Original AGM Notice. For the details and other matters in relation to other resolutions to be considered at the AGM, please refer to the Original AGM Notice and the original circular of the Company dated 15 April 2013.
- (2) Since the proxy form sent together with the original circular dated 15 April 2013 (the “**Original Proxy Form**”) does not contain the additional proposed resolutions as set out in this supplemental notice, a new form of proxy (the “**Revised Proxy Form**”) has been prepared and is enclosed with this supplemental notice.
- (3) The Revised Proxy Form for use at the AGM is enclosed and is also published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.cpic.com.cn](http://www.cpic.com.cn)).
- (4) A shareholder of H Shares who has not yet lodged the Original Proxy Form with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited should complete and return the enclosed Revised Form of Proxy to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 24 hours before the scheduled time for the 2012 AGM or any adjournment thereof (as the case may be) (the “**Closing Time**”). In this case, the Original Proxy Form should not be lodged with the Company’s H Share registrar.
- (5) **IMPORTANT: IF YOU HAVE ALREADY LODGED THE ORIGINAL PROXY FORM WITH THE COMPANY’S H SHARE REGISTRAR, YOU SHALL NOTE THAT:**
  - (a) If no Revised Proxy Form is lodged with the Company’s H Share registrar prior to the Closing Time, the Original Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you will be entitled to vote at his or her discretion or to abstain from voting on any resolution properly put to the 2012 AGM other than those referred to in the Original AGM Notice and the Original Proxy Form, including the additional proposed resolutions as set out in this supplemental notice of the AGM.
  - (b) If the Revised Proxy Form is lodged with the Company’s H Share registrar prior to the Closing Time, the Revised Proxy Form will revoke and supersede the Original Proxy Form previously lodged by you. The Revised Proxy Form will be treated as a valid proxy form lodged by you if correctly completed.
  - (c) If the Revised Proxy Form is lodged with the Company’s H Share registrar after the Closing Time, the Revised Proxy Form will be invalid. However, it will revoke the Original Proxy Form previously lodged by the shareholder, and any vote that may be cast by the purported proxy (whether appointed under the Original Proxy Form or the Revised Proxy Form) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, you are advised not to lodge the Revised Proxy Form after the Closing Time. If you wish to vote at the AGM, you will have to attend in person and vote at the AGM yourself.
- (6) You are reminded that completion and return of the Original Proxy Form and/or the Revised Proxy Form will not preclude you from attending and voting in person at the 2012 AGM or any adjournment thereof if you so wish.

*As of the date of this announcement, the executive directors of the Company are Mr. GAO Guofu and Mr. HUO Lianhong; the non-executive directors of the Company are Mr. YANG Xianghai, Mr. WANG Chengran, Ms. FENG Junyuan, Janine, Mr. WU Jumin, Mr. WU Junhao, Mr. YANG Xiangdong, Mr. ZHENG Anguo and Ms. XU Fei; and the independent non-executive directors of the Company are Mr. XU Shanda, Mr. CHANG Tso Tung Stephen, Mr. LI Ruoshan, Mr. XIAO Wei and Mr. YUEN Tin Fan.*