

英大泰和人寿保险股份有限公司

第十三次临时股东大会 2018 年第二次会议 决议

英大泰和人寿保险股份有限公司第十三次临时股东大会 2018 年第二次会议于 2018 年 12 月 19 日以通讯方式召开。27 家股东单位对本次会议各项议案进行书面表决，代表公司股份 4,000,000,000 股，占总股本的 100%，符合《中华人民共和国公司法》和《公司章程》有关会议召开的规定。

本次会议审议并通过了 5 项议案，形成决议如下：

一、审议通过《关于公司变更会计师事务所的议案》。

同意解聘中审华会计师事务所，聘请天健会计师事务所作为公司新的外部审计机构。

同意票代表公司股份 4,000,000,000 股，占总股份的 100%，反对 0 票，弃权 0 票。

二、审议通过《关于公司 2018 年度财务预算调整的议案》。

同意公司（含英大资产）2018 年利润预算调整为 1.55 亿元。

同意票代表公司股份 4,000,000,000 股，占总股份的 100%，反对 0 票，弃权 0 票。

三、审议通过《关于制定公司〈战略资产配置策略（2018 年版）〉的议案》。

同意票代表公司股份 4,000,000,000 股，占总股份的 100%，

反对 0 票，弃权 0 票。

四、审议通过《关于制定公司〈独立董事管理办法〉的议案》。

同意票代表公司股份 4,000,000,000 股，占总股份的 100%，反对 0 票，弃权 0 票。

五、审议通过《关于修订公司〈董事履职评价与责任追究办法〉的议案》。

同意票代表公司股份 4,000,000,000 股，占总股份的 100%，反对 0 票，弃权 0 票。

会议还听取了《关于公司 2018 年 1-10 月经营情况的报告》。

2018 年 12 月 25 日

Yingda Taihe Life Insurance Co., Ltd.

Resolutions of the 13th Interim Shareholders General

Meeting 2nd Session of Year 2018

The 13th Interim Shareholders General Meeting 2nd Session of Year 2018 of Yingda Taihe Life Insurance Co., Ltd. was held by electronic-communication on Dec. 19, 2018. All 27 shareholder companies reviewed the proposals and sent back the Ballot Form in paper, representing 4,000,000,000 shares of the Company, accounting for a majority of 100% of the total capital stock. 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 votes to reach a resolution on 5 proposals as follows:

1. Proposal on replacing the audit firm of the company was approved after discussion and review.

The meeting agreed to dismiss audit firm Zhong Shen Hua, and employ Tian Jian as the company's new external audit firm.

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.

2. Proposal on Adjusting the Financial Budget of the company in 2018 was approved after discussion and review.

The meeting agreed to adjust the profit budget of the company (include Yingda Insurance Asset Management Company) to RMB 155 million

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 formulating The Strategic Assets Allocation Strategy (2018) of the company was approved after discussion and review.

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 formulating The Administration of Independent Directors of the Company was approved after discussion and review.

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.

5. Proposal on Amending the Measures for the Assessment and Accountability of Duty Performance of Board Directors of the Company was approved after discussion and review.

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.

The meeting also listened to the Report of the Company's Operation Status from January to October 2018.

December 25, 2018