

英大泰和人寿保险股份有限公司

第十七次股东大会会议决议

英大泰和人寿保险股份有限公司（以下简称公司）第十七次股东大会于2023年6月2日在北京召开，会议采取视频会议和现场会议相结合的召开方式。出席本次会议的股东代表共计27人，代表公司股份4,000,000,000股，占公司总股本的100%。公司董事、职工监事、公司领导及高管列席会议。此次会议的召集、召开符合《中华人民共和国公司法》和《公司章程》的有关规定，合法有效。

会议由侯培建董事长主持。经逐项审议，会议表决通过了以下13项议案：

一、审议通过了《关于公司2022年度董事会工作报告的议案》。

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

二、审议通过了《关于公司2022年度监事会工作报告的议案》。

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

三、审议通过了《关于公司2022年度董事履职评价报告的议案》。

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

四、审议通过了《关于公司 2022 年度独立董事尽职报告的议案》。

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

五、审议通过了《关于公司 2022 年度监事履职评价报告的议案》。

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

六、审议通过了《关于公司 2022 年度关联交易管理报告的议案》。

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

七、审议通过了《关于公司 2022 年度财务决算报告的议案》。

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

八、审议通过了《关于公司 2022 年度股东行为评估报告的议案》。

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

九、审议通过了《关于公司 2023 年财务预算安排的议案》。

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

十、审议通过了《关于公司资产战略配置规划（2023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 股, 弃权 0 股。

十一、审议通过了《关于公司与股东签订关联交易统一交易协议的议案》。

同意票代表公司股份 796,000,000 股, 占总股份的 19.9%, 反对 0 股, 弃权 0 股。

十二、审议通过了《关于更换公司董事的议案》。

同意票代表公司股份 4,000,000,000 股, 占总股份的 100%, 反对 0 股, 弃权 0 股。同意李峰担任公司董事, 李瑞庆不再担任公司董事。

十三、审议通过了《关于公司三年（2023-2025）资本规划的议案》。

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

会议还听取了《公司 2022 年各季度偿付能力状况说明》。

附件：英大泰和人寿保险股份有限公司各股东持有股份数和持股比例

Yingda Taihe Life Insurance Co., Ltd.

Resolutions of the 17th Shareholders General Meeting

The 17th Shareholders General Meeting of Yingda Taihe Life Insurance Co., Ltd. was held by electronic-communication on June 2, 2023. 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 13 proposals:

1. Proposal on the 2022 Work Report of the Board of Directors 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.

2. Proposal on the 2022 Work Report of the Board of Supervisors 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.

3. Proposal on 2022 Director Performance Appraisal Report 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 2022 Due Diligence Reports by the Independent Directors 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 2022 Supervisors Performance Appraisal Report 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.

6. Proposal on 2022 Affiliated Transaction Management Report 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.

7. Proposal on 2022 Financial Statements Report 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.

8. Proposal on the 2022 Shareholder Behavior Report 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.

9. Proposal on 2023 Financial Budgeting 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.

10. Proposal on Strategic Asset Allocation Strategy (2023) 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.

11. Proposal on Signing the Unified Trading Agreement of Related Party Transactions with Shareholders 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.

12. Proposal on Replacement of the Director of the Company was approved after discussion and review. The meeting agreed to appoint Li Feng as a director of the

Company, and Li Ruiqing will no longer serve as a director of the Company.

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.

13. Proposal on the Three-year Capital Plan (2023-2025) 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 description of the company's solvency of each quarter in 2022.

Attachment: Number & proportion of shares held of YDLIC

附件 / Attachment:

英大泰和人寿保险股份有限公司 各股东持有股份数和持股比例

序号	股东名称	持股数（股）	持股比例
1	国网英大国际控股集团有限公司	800,000,000	20.000%
2	Massachusetts Mutual Life Insurance Company (万通人寿保险公司)	796,000,000	19.900%
3	中国电力财务有限公司	256,320,000	6.408%
4	国网辽宁省电力有限公司	128,160,000	3.204%
5	国网上海市电力公司	128,160,000	3.204%
6	国网湖北省电力有限公司	128,160,000	3.204%
7	国网陕西省电力公司	128,160,000	3.204%
8	国网北京市电力公司	96,120,000	2.403%
9	国网河北省电力有限公司	96,120,000	2.403%
10	国网山西省电力公司	96,120,000	2.403%
11	国网山东省电力公司	96,120,000	2.403%
12	国网黑龙江省电力有限公司	96,120,000	2.403%
13	国网江苏省电力有限公司	96,120,000	2.403%
14	国网浙江省电力有限公司	96,120,000	2.403%
15	国网安徽省电力有限公司	96,120,000	2.403%
16	国网福建省电力有限公司	96,120,000	2.403%
17	国网河南省电力公司	96,120,000	2.403%
18	国网湖南省电力有限公司	96,120,000	2.403%
19	国网四川省电力公司	96,120,000	2.403%
20	国网天津市电力公司	64,080,000	1.602%
21	国网吉林省电力有限公司	64,080,000	1.602%
22	国网江西省电力有限公司	64,080,000	1.602%
23	国网重庆市电力公司	64,080,000	1.602%

24	国网甘肃省电力公司	64,080,000	1.602%
25	国网宁夏电力有限公司	64,080,000	1.602%
26	国网新源控股有限公司	64,080,000	1.602%
27	国网冀北电力有限公司	33,040,000	0.826%
合计		4,000,000,000	100%

【以下无正文】

会议决议签字页

Signature page of meeting resolutions

主持人

Chairperson

1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100

到场董事：

Present Director

吕珂

记录人

Recorder

李健

2023年6月2日

June 2, 2023