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新華人壽保險股份有限公司

NEW CHINA LIFE INSURANCE COMPANY LTD.

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01336)

CONNECTED TRANSACTION REDEMPTION OF THE FUNDS

REDEMPTION OF THE FUNDS

The Board announces that, after considered and approved by the Board on 28 October 2022, the Company intends to redeem all of its subscribed units in the Funds issued by Hwabao Fund, and the redemption amount is expected to be no more than RMB250 million.

IMPLICATIONS UNDER THE LISTING RULES

China Baowu, holding approximately 12.09% of the total number of issued shares of the Company, is a substantial shareholder and connected person of the Company. Hwabao Fund, indirectly held by China Baowu by 51% of its equity interests, constitutes an associate of China Baowu and is therefore a connected person of the Company. Accordingly, the Redemption of the Funds constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules. As the highest applicable percentage ratio in respect of the Redemption of the Funds is higher than 0.1% but less than 5%, the Redemption of the Funds is subject to the announcement and annual reporting requirements, but is exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

BACKGROUND

Reference is made to the announcement of the Company dated 1 October 2018 in relation to the Framework Agreement with Hwabao Fund to subscribe fund products. Pursuant to the Framework Agreement, the Company subscribed the fund products offered by Hwabao Fund within the valid period from time to time.

REDEMPTION OF THE FUNDS

The Company intends to redeem all of its subscribed units of the Funds offered by Hwabao Fund after considered and approved by the Board on 28 October 2022. The redemption price is calculated with reference to the net value per unit of the Funds at the date of the redemption (the valuation of assets of the Funds is conducted by the Funds manager and reviewed by the Funds custodian). The redemption amount shall be determined by the confirmed redeemed units multiplied by the net value per unit of the Funds at the date of redemption after deducting corresponding expenses. The redemption amount is expected to be no more than RMB250 million. Pursuant to the specific fund products contracts, the redemption amount shall be paid within 7 trading days (the redemption date inclusive) after the successful application for redemption.

Pursuant to the specific fund products contracts, the Company shall pay Hwabao Fund the management fee and redemption fee in respect of the Redemption of the Funds, and the aggregate amount of the fees mentioned above is expected to be no more than RMB10 million (subject to the actual redeemed units and net value per unit of the Funds). The management fee and redemption fee are calculated with reference to the relevant rates specified in the Funds issuance announcement. The specific rates are as follows:

The Funds	Annual Management Fee Rate	Redemption Fee Rate
Hwabao New Beginning Flexible Allocation Hybrid Securities Investment Fund (華寶新起點靈活配置混合型證券投資基金)	0.6%	0
Hwabao New Vitality Flexible Allocation Hybrid Securities Investment Fund (華寶新活力靈活配置混合型證券投資基金)	0.6%	0

FINANCIAL IMPACT OF REDEMPTION OF THE FUNDS

The principal amount invested by the Company in the Funds was RMB150,000,000. The recorded gain of the Redemption of the Funds is the difference between the redemption amount and the initial investment amount of the Funds. The proceeds of the Redemption of the Funds are intended to be used as general operating capital and to fund the future investments of the Company.

The Company will make further announcement on the redemption amount, the management fee and redemption fee, the proceeds recorded and the book value of the redeemed units of the Funds in due course after the Redemption of the Funds is completed.

INFORMATION OF THE FUNDS

The Funds mainly invest in financial instruments with sound liquidity, including legally domestic listed stocks (including Small and Medium Enterprise Board, Growth Enterprise Market, Depositary Receipt and other stocks approved for listing by the CSRC), bonds (including treasury bonds, financial bonds, enterprise bonds, corporate bonds, subordinated bonds, convertible bonds, detachable convertible bonds, exchangeable bonds, central bank notes, medium-term notes, short-term financing bonds), monetary market instruments (including pledges and buyout repos, bank deposits, interbank certificates of deposit, etc.), asset-backed securities, stock index futures, warrants and other financial instruments allowed for fund investment approved by the laws and regulations or the CSRC (subject to relevant requirements of the CSRC).

REASONS AND BENEFITS OF REDEMPTION OF THE FUNDS

Taking into account the estimated proceeds from the Redemption of the Funds, the Board considers that the Redemption of the Funds represents a good opportunity for the Company to realise such investment so that it can reallocate its resources to other existing businesses.

The Directors (including the independent non-executive Directors) are of the view that the Redemption of the Funds is on normal commercial terms in the ordinary course of business of the Company, and is fair and reasonable and in the interests of the Company and its shareholders as a whole. Director HU Aimin and Director LI Qiqiang hold positions in subsidiaries of China Baowu, and have abstained from voting on the Board resolution approving the Redemption of the Funds. Save as disclosed above, other Directors are neither regarded as having material interests in this transaction nor have abstained from voting on the Board resolution relating to this transaction.

IMPLICATIONS UNDER THE LISTING RULES

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GENERAL INFORMATION

The Company is a joint stock limited company incorporated in the PRC and its H Shares and A Shares are listed on the Hong Kong Stock Exchange (stock code: 01336) and the Shanghai Stock Exchange (stock code: 601336), respectively. As one of the leading life insurance companies in the PRC, the Company is primarily engaged in life insurance, health insurance, accident and casualty insurance, insurance consulting, capital operation businesses and et cetera in the PRC.

Hwabao Fund is a company incorporated in the PRC which operates fund businesses, including fund management, promotion of funds and other businesses approved by the CSRC. Hwabao Fund is an indirect subsidiary of China Baowu. China Baowu is a company incorporated in the PRC which engages in the operation and management of state-owned assets. Its ultimate beneficial owner is the State-owned Assets Supervision and Administration Commission of the State Council.

DEFINITIONS

In this announcement, the following expressions shall have the following meanings unless the context otherwise requires:

“A Share(s)”	domestic share(s) of RMB1.00 each in the share capital of the Company which are listed on the Shanghai Stock Exchange and traded in RMB
“Board”	the board of directors of the Company
“Company”	New China Life Insurance Company Ltd., a joint stock limited company duly incorporated in the PRC and the H Shares and the A Shares of which are listed on the Hong Kong Stock Exchange (stock code: 01336) and the Shanghai Stock Exchange (stock code: 601336)

“China Baowu”	China Baowu Steel Group Corporation Limited, a substantial shareholder of the Company
“CSRC”	China Securities Regulatory Commission
“connected person”	has the meaning as defined in the Listing Rules
“substantial shareholder”	has the meaning as defined in the Listing Rules
“Director(s)”	the director(s) of the Company
“Funds”	Hwabao New Beginning Flexible Allocation Hybrid Securities Investment Fund (華寶新起點靈活配置混合型證券投資基金) and Hwabao New Vitality Flexible Allocation Hybrid Securities Investment Fund (華寶新活力靈活配置混合型證券投資基金)
“Framework Agreement”	the agreement entered into between the Company and Hwabao Fund on 30 September 2018 for the proposed transactions in relation to the subscription and redemption by the Company of fund products publicly offered by Hwabao Fund
“H Share(s)”	overseas listed foreign share(s) of RMB1.00 each in the share capital of the Company which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hwabao Fund”	Hwabao WP Fund Management Co., Ltd., 51% equity interests in which is held by Hwabao Trust Co., Ltd.; 98% equity interests of Hwabao Trust Co., Ltd. is held by China Baowu
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“Redemption of the Funds”	the redemption of all of the subscribed units of the Funds
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“subsidiary(ies)”

has the meaning as defined in the Listing Rules

By Order of the Board
New China Life Insurance Company Ltd.
LI Quan
Executive Director

Beijing, China, 28 October 2022

As at the date of this announcement, the executive directors of the Company are LI Quan and ZHANG Hong; the non-executive directors are YANG Yi, HE Xingda, YANG Xue, HU Aimin, LI Qiqiang and Edouard SCHMID; and the independent non-executive directors are LI Xianglu, ZHENG Wei, CHENG Lie, GENG Jianxin and MA Yiu Tim.