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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 EXTRAORDINARY GENERAL MEETING HELD ON THURSDAY, DECEMBER 29, 2022

The board of directors (the "**Board**") of ZhongAn Online P & C Insurance Co., Ltd. (the "**Company**") is pleased to announce that at the extraordinary general meeting (the "**EGM**") of the Company held on Thursday, December 29, 2022, the proposed resolutions as set out in the notice of the EGM dated November 30, 2022 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.	That			
(a)	the Auto Co-insurance Cooperation Agreement and the transactions contemplated thereunder (including the annual caps), be and are hereby approved, confirmed and ratified; and	846,429,620 (81.1078%)	100 (0.0001%)	197,155,163 (18.8921%)
(b)	any one director of the Company be and are hereby generally and unconditionally authorized 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 Auto Co-insurance Cooperation Agreement and the transactions contemplated thereunder.	846,429,620 (81.1078%)	100 (0.0001%)	197,155,163 (18.8921%)
2.	To consider and approve the adjustment to the standard of emoluments for Directors.	995,430,824 (95.3857%)	999,096 (0.0957%)	47,154,963 (4.5186%)

Notes:

- (a) As more than half of the votes were cast in favour of resolutions numbered 1 to 2 above, such resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the EGM, 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(a) to 1(b) was 50,000,000 domestic shares and 1,269,812,900 H shares. A total of 1 domestic Shareholder or authorized proxy, holding an aggregate of 50,000,000 domestic shares, representing approximately 3.79% of the total shares of the Company with voting rights, attended the EGM. A total of 1 H Shareholder or authorized proxy, holding an aggregate of 993,584,883 H shares, representing approximately 75.28% of the total shares of the Company with voting rights, attended the EGM.
- (d) The total number of shares entitling the Shareholders to attend and vote on the resolution numbered 2 was 50,000,000 domestic shares and 1,419,812,900 H shares. A total of 1 domestic Shareholder or authorized proxy, holding an aggregate of 50,000,000 domestic shares, representing approximately 3.40% of the total shares of the Company with voting rights, attended the EGM. A total of 1 H Shareholder or authorized proxy, holding an aggregate of 993,584,883 H shares, representing approximately 67.60% of the total shares of the Company with voting rights, attended the EGM.
- (e) As stated in the Circular of the Company, Ping An Insurance (Group) Company of China, Ltd., which was interested in, controlled and was entitled to exercise control an aggregate 150,000,000 H shares as at the date of the EGM, abstained from voting on the resolutions numbered 1(a) to 1(b) at the EGM.
- (f) Save as disclosed above, there were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (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 EGM.
- (h) Save as disclosed above, none of the Shareholders have stated their intention in the Company’s circular to vote against or to abstain from voting on the resolutions at the EGM.
- (i) The Company’s representatives of shareholders, Ms. Yishu Hong and Mr. Haiming Wang, and supervisor, Ms. Yuping Wen, acted as the vote counters at the EGM. The H share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

- (j) The Company's executive directors, Mr. Xing Jiang and Mr. Gaofeng Li; non-executive directors, Mr. YapingOu, Mr. Liangxun Shi, Mr. Gang Ji, Mr. Shuang Zhang and Mr. Hugo Jin Yi Ou; and independent non-executive directors, Mr. Wei Ou, Ms. Vena Wei Yan Cheng, Ms. Gigi Wing Chee Chan and Mr. Hai Yin, attended the EGM.

By Order of the Board of Directors
ZhongAn Online P & C Insurance Co., Ltd.
Yaping Ou
Chairman

Shanghai, the PRC, December 29, 2022

As at the date of this announcement, the board of directors of the Company comprises two executive directors, namely Mr. Xing Jiang and Mr. Gaofeng Li, five non-executive directors, namely Mr. YapingOu, Mr. Liangxun Shi, Mr. Gang Ji, Mr. Shuang Zhang and Mr. Hugo Jin Yi Ou, and four independent non-executive directors, namely Mr. Wei Ou, Ms. Vena Wei Yan Cheng, Ms. Gigi Wing Chee Chan and Mr. Hai Yin.

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