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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)

**(1) APPROVAL OF QUALIFICATION OF CHAIRMAN BY THE
NATIONAL ADMINISTRATION OF FINANCIAL REGULATION**

(2) RESIGNATION OF NON-EXECUTIVE DIRECTOR

(3) RE-DESIGNATION OF DIRECTOR

AND

**(4) CHANGES IN COMPOSITION OF THE STRATEGY AND
INVESTMENT DECISION COMMITTEE, THE RISK MANAGEMENT
AND RELATED TRANSACTION CONTROL COMMITTEE AND
THE AUDIT AND CONSUMER RIGHTS PROTECTION COMMITTEE**

**APPROVAL OF QUALIFICATION OF CHAIRMAN BY THE NATIONAL
ADMINISTRATION OF FINANCIAL REGULATION**

Reference is made to the announcement of ZhongAn Online P & C Insurance Co., Ltd. (the "**Company**") dated July 24, 2023 (the "**Announcement**") in relation to, among other things, the election of Mr. Hai Yin ("**Mr. Yin**"), an independent non-executive director of the Company, as the Chairman of the Company at the sixth extraordinary meeting of the fourth session of the board (the "**Board**") of directors (the "**Directors**") of the Company held on the same date.

As disclosed in the Announcement, the appointment of Mr. Yin as the Chairman of the Company is subject to the approval by the National Administration of Financial Regulation ("**NAFR**").

The Company received the approval from the NAFR on the qualification of Mr. Yin (Jin Fu [2023] No. 419) (the "**Approval**") recently. According to the Approval, the term of office of Mr. Yin as the Chairman of the Company commenced on December 4, 2023.

For the biographical details and other information of Mr. Yin required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), please refer to Appendix I of this announcement.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Gang Ji (“**Mr. Ji**”) has tendered his resignation as a non-executive Director and a member of the Audit and Consumer Rights Protection Committee, with effect from December 4, 2023, due to personal work arrangements.

Mr. Ji has confirmed to the Board that he has no disagreement with the Board and there is nothing relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its appreciation to Mr. Ji for his significant contribution to the Company during his term of office.

RE-DESIGNATION OF DIRECTOR

The Board hereby announces that, Mr. Yin has been re-designated from independent non-executive Director to non-executive Director with effect from December 4, 2023. As the re-designation of Mr. Yin will result in the number of independent non-executive Directors being less than one-third of the members of the Board, the Company will nominate an independent non-executive Director and complete the election of the new independent non-executive Director in accordance with relevant laws and regulations and the articles of association of the Company as soon as possible and make a further announcement in a timely manner.

CHANGES IN COMPOSITION OF THE STRATEGY AND INVESTMENT DECISION COMMITTEE, THE RISK MANAGEMENT AND RELATED TRANSACTION CONTROL COMMITTEE AND THE AUDIT AND CONSUMER RIGHTS PROTECTION COMMITTEE

The Board announces that the following changes in composition of the Board committees of the Company have been made with effect from December 4, 2023:

1. Mr. Yaping Ou was re-designated as a member of the Strategy and Investment Decision Committee of the Company.

2. Mr. Yin was appointed as the chairman of the Strategy and Investment Decision Committee of the Company, and he resigned as the chairman of the Risk Management and Related Transaction Control Committee and a member of the Audit and Consumer Rights Protection Committee.
3. Ms. Vena Wei Yan Cheng was appointed as the chairperson of the Risk Management and Related Transaction Control Committee of the Company.
4. Mr. Ji resigned as a member of the Audit and Consumer Rights Protection Committee.
5. Mr. Wei Ou was appointed as a member of the Audit and Consumer Rights Protection Committee.

By Order of the Board
ZhongAn Online P & C Insurance Co., Ltd.
Hai Yin
Chairman

Shanghai, the PRC, December 4, 2023

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

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

Appendix I: Biography of Director

Non-executive Director

Hai Yin (尹海), aged 50, is the Chairman, a non-executive Director of the Company, and is the chairman of the Strategy and Investment Decision Committee of the Company. Mr. Yin joined our Group in November 2022. Mr. Yin holds a bachelor's degree in English from Beijing Foreign Studies University and a master's degree in civil and commercial law from Peking University. Mr. Yin was a trader in the trading department of Bank of China Head Office, a strategic analyst in the trading department of Bank of China Head Office, a head of foreign exchange trading in the Capital Market Department of Bank of China London Branch, a director of Huatai Asset Management Co., Ltd., a marketing director of Huatai Property & Casualty Insurance Co., Ltd., a general manager of Huatai Weiye Shanghai Insurance Brokerage Co., Ltd. (華泰偉業上海保險經紀有限責任公司), a general manager of the Company, and the chairman of CreditEase Insurance Sales&Service (Beijing) Co., Ltd.

Pursuant to the service contract to be entered into between Mr. Yin and the Company, his term of service shall commence from December 4, 2023 up to the expiry of the term of the fourth session of the Board. Upon expiry of his term of service, he shall be eligible to offer himself for re-election and re-appointment in accordance with the articles of association of the Company. Mr. Yin will receive a director's fee during his term of office, which shall be determined by the Nomination and Remuneration Management Committee of the Company with reference to factors such as the level of remuneration paid by comparable companies, the prevailing market conditions and the time commitment and responsibilities of the Directors, and shall be approved by general meeting of the Company. Such director's fee shall be subject to review by the Nomination and Remuneration Management Committee of the Company from time to time and be fully covered by the service contract.

Save as disclosed above, Mr. Yin confirms that (1) he has not held any other directorships in other listed public companies in the past three years, and he does not hold any other major appointments or professional qualifications; (2) he does not hold any position in the Company or any of its subsidiaries; (3) he does not have any relationships with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company and any of its subsidiaries; and (4) he does not hold any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Yin also confirms that, as of the date of this announcement, save as disclosed above, there is no other information to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company.