



**中国太平**  
**CHINA TAIPING**

**中國太平保險控股有限公司**

China Taiping Insurance Holdings Company Limited  
*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 966)

**TERMS OF REFERENCE OF  
STRATEGY AND INVESTMENT  
COMMITTEE**

# CHINA TAIPING INSURANCE HOLDINGS COMPANY LIMITED

## Terms of Reference of Strategy and Investment Committee

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### *Constitution*

1. The Strategy and Investment Committee (the “**Committee**”) was formed pursuant to the board resolution of CHINA TAIPING INSURANCE HOLDINGS COMPANY LIMITED (the “**Company**”) passed on 27 August 2024.

### *Composition and Quorum*

2. The Committee shall be appointed by the board amongst the non-executive directors and executive directors of the Company. The Committee shall consist of no less than three members. The quorum for the meeting shall be two members.
3. The chairman of the Committee shall be appointed by the board.
4. The meetings and proceedings are governed by the provisions contained in the articles of association of the Company for regulating meetings and proceeds of the board.
5. The company secretary or his/her nominee shall be the secretary of the Committee. The secretary of the Committee or in his/her absence, his/her representative or any one member, shall be the secretary of the meetings of the Committee.

### *Frequency of meetings*

6. Meetings shall be held not less than once a year.

### *Authority*

7. The Committee is authorised by the board to investigate activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.
8. The Committee is authorised by the board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

### *Duties*

9. The duties of the Committee shall be:
  - (a) to organise the formulation of the group’s medium and long-term strategic development plan and make recommendations to the board;
  - (b) to supervise the implementation process of established strategic plans, organise the assessment of the implementation of the plans, and promote effective implementation;
  - (c) to review proposals for adjustments to the group’s medium and long-term strategic development plan and make recommendations to the board;

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- (d) to review major strategic initiatives in the group's development, as well as solutions to the overall major issues;
- (e) to review the group's annual asset strategic allocation plan;
- (f) to review major investments, asset purchases, and asset disposal matters of the group;
- (g) to review important themed reports on the group's investment;
- (h) to review the basic systems of the group's investment management;
- (i) to formulate and review policies on corporate governance and make recommendations to the board;
- (j) to review and monitor the training and continuous professional development of directors and senior management; and to formulate, amend, and monitor internal codes of conduct for company personnel and directors;
- (k) to review the Company's compliance with the corporate governance code under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**");
- (l) to monitor the Company's disclosures on corporate governance as required by the Listing Rules;
- (m) to formulate and review the Company's corporate social responsibility aspects policies including environmental, social, and governance, and make recommendations to the board;
- (n) other matters authorised by the board.

***Reporting Procedures***

10. The secretary of the Committee or his/her representative shall circulate the minutes of meetings and reports of the Committee to all members of the Board.

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