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China Reinsurance (Group) Corporation

中國再保險(集團)股份有限公司

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

(Stock Code: 1508)

NOTICE OF THE 2017 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2017 annual general meeting (the “AGM”) of China Reinsurance (Group) Corporation (the “**Company**”) will be held at the meeting room on 24th Floor, China Re Building, No. 11 Jinrong Avenue, Xicheng District, Beijing, the PRC at 9:30 a.m. on Thursday, 28 June 2018 for the purposes of considering, and if thought fit, approving the following resolutions:

SPECIAL RESOLUTION

1. To consider and approve the amendments to the articles of association

ORDINARY RESOLUTIONS

2. To consider and approve the report of board of directors for the year 2017
3. To consider and approve the report of board of supervisors for the year 2017
4. To consider and approve the amendments to the rules of procedures of the shareholders' general meetings
5. To consider and approve the amendments to the rules of procedures of the board of directors
6. To consider and approve the amendments to the rules of procedures of the board of supervisors
7. To consider and approve the final financial accounts report for the year 2017
8. To consider and approve the profit distribution plan for the year 2017
9. To consider and approve the investment budget for fixed assets for the year 2018
10. To consider and approve the re-appointment of auditors for the year 2018

11. To consider and approve the election of directors for the fourth session of the board of directors
 - 11.1 To consider and approve the election of Mr. Yuan Linjiang as an executive director of the fourth session of the board of directors
 - 11.2 To consider and approve the election of Mr. He Chunlei as an executive director of the fourth session of the board of directors
 - 11.3 To consider and approve the election of Mr. Ren Xiaobing as an executive director of the fourth session of the board of directors
 - 11.4 To consider and approve the election of Ms. Lu Xiuli as a non-executive director of the fourth session of the board of directors
 - 11.5 To consider and approve the election of Mr. Shen Shuhai as a non-executive director of the fourth session of the board of directors
 - 11.6 To consider and approve the election of Mr. Hao Yansu as an independent non-executive director of the fourth session of the board of directors
 - 11.7 To consider and approve the election of Mr. Li Sanxi as an independent non-executive director of the fourth session of the board of directors
 - 11.8 To consider and approve the election of Ms. Mok Kam Sheung as an independent non-executive director of the fourth session of the board of directors
 - 11.9 To consider and approve the election of Ms. Jiang Bo as an independent non-executive director of the fourth session of the board of directors
12. To consider and approve the election of shareholder representative supervisors for the fourth session of the board of supervisors
 - 12.1 To consider and approve the election of Mr. Zhang Hong as a shareholder representative supervisor of the fourth session of the board of supervisors
 - 12.2 To consider and approve the election of Mr. Zhu Yong as a shareholder representative supervisor of the fourth session of the board of supervisors
 - 12.3 To consider and approve the election of Mr. Zeng Cheng as a shareholder representative supervisor of the fourth session of the board of supervisors

AS REPORTING DOCUMENTS

1. To review the performance report of the directors for the year 2017
2. To review the performance report of the independent directors for the year 2017

3. To review the report on related party transactions and the implementation of its management system and the evaluation of internal transactions for the year 2017
4. To review the report on review and analysis of China Re Group solvency for the year 2017

On behalf of the Board
China Reinsurance (Group) Corporation
Yuan Linjiang
Chairman

Beijing, the PRC
14 May 2018

As at the date of this announcement, the executive directors are Mr. Yuan Linjiang, Mr. He Chunlei and Mr. Ren Xiaobing, the non-executive directors are Ms. Lu Xiuli and Mr. Shen Shuhai, and the independent non-executive directors are Ms. Wang Jun, Mr. Hao Yansu, Mr. Li Sanxi and Ms. Mok Kam Sheung.

Notes:

1. Closure of register of members

In order to confirm the entitlements of the Shareholders to attend the AGM, the register of members of the Company will be closed from Tuesday, 29 May 2018 to Thursday, 28 June 2018, both days inclusive, during which period no transfer of shares will be effected. Holders of H shares and domestic shares whose names appear on the register of members of the Company on Thursday, 28 June 2018 shall be entitled to attend and vote at the AGM. For unregistered holders of H shares who intend to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Monday, 28 May 2018 for registration.

In order to confirm the entitlements of the shareholders to receive the final dividends for the year 2017, the register of the members of the Company will be closed from Thursday, 5 July 2018 to Tuesday, 10 July 2018, both days inclusive, during which period no transfer of the Company will be effected. In order for the members to qualify for receiving final dividends for the year 2017 (to be approved by the shareholders of the Company), all transfer documents must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Wednesday, 4 July 2018 for registration.

2. Proxy

A shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company but must attend the AGM in person to represent the relevant shareholder.

The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorised in writing. If the shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorised attorney. If that instrument is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.

In order to be valid, the proxy form together with the notarised power of attorney or other authorisation document (if any) must be deposited at the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for holders of H shares not less than 24 hours before the time fixed for the holding of the AGM (i.e. before Wednesday, 27 June 2018 at 9:30 a.m.) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the AGM or any adjournment thereof if he so wishes.

3. Reply slip

Holders of H shares of the Company who intend to attend the AGM in person or by proxy should deposit the reply slip at the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong respectively on or before Friday, 8 June 2018 by hand, by post or by fax.

4. Voting by poll

According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), any vote of shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution which relates to a procedural or administrative matter to be voted on by a show of hands. As such, resolutions set out in this notice of AGM will be voted on by way of poll. Result of the poll voting will be published on the website of the Company (www.chinare.com.cn) and the HKExnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) in accordance with the Listing Rules.

5. Other business

The AGM is expected to last for half a day. Shareholders or their proxies attending the AGM (and any adjournment thereof) shall produce their identity documents. Shareholders or their proxies attending the AGM shall be responsible for their own travelling and accommodation expenses.