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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 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)**

## **COMPLETION OF PLACING OF NEW H SHARES**

**Overall Coordinators, Placing Agents and Capital Markets Intermediaries**

**J.P. Morgan Securities  
(Asia Pacific) Limited**

**China International Capital  
Corporation Hong Kong  
Securities Limited**

**Morgan Stanley Asia  
Limited**

The Board is pleased to announce that completion of the Placing took place on July 4, 2025 in accordance with the terms and conditions of the Placing Agreement. All conditions precedent to the Placing as set out in the Placing Agreement have been satisfied.

Reference is made to the announcement of ZhongAn Online P & C Insurance Co., Ltd.\* (the “**Company**”) dated June 26, 2025 (the “**Announcement**”) in relation to the placement of 215,000,000 new H Shares (the “**Placing**”). Unless otherwise defined, all capitalized terms used herein shall have the same meanings as those defined in the Announcement.

## **COMPLETION OF THE PLACING**

The Board is pleased to announce that all conditions precedent to the Placing, as set out in the Placing Agreement, have been satisfied (including the obtaining of approval for the listing of, and permission to deal in, the Placing Shares from the Listing Committee), and completion of the Placing took place on July 4, 2025 (the “**Completion**”).

An aggregate of 215,000,000 new H Shares, representing approximately 13.15% of the total number of issued H Shares and approximately 12.76% of the number of total issued Shares, in each case, as enlarged by the allotment and issue of the Placing Shares, have been successfully allotted and issued by the Company on July 4, 2025 at the placing price of HK\$18.25 per Placing Share to not less than six Placees who are independent professional, institutional and/or other investors who and whose ultimate beneficial owners are all Independent Third Parties.

## **CHANGE OF SHARE CAPITAL UPON COMPLETION OF THE PLACING**

The number of total issued Shares has increased from 1,469,812,900 Shares to 1,684,812,900 Shares as a result of the issue of the Placing Shares. The number of total issued H Shares has increased from 1,419,812,900 H Shares to 1,634,812,900 H Shares upon Completion, and the number of Unlisted Domestic Shares remains unchanged as 50,000,000 Unlisted Domestic Shares.

The shareholding structure of the Company immediately before and after the Completion is as follows:

Shareholder	Immediately before the Completion		Immediately after the Completion	
	<i>Number of Shares</i>	<i>% of the total issued Shares</i>	<i>Number of Shares</i>	<i>% of the total issued Shares</i>
<b>UNLISTED DOMESTIC SHARES</b>				
Core connected person(s)	—	—	—	—
Other holders of Unlisted Domestic Shares	<u>50,000,000</u>	<u>3.40</u>	<u>50,000,000</u>	<u>2.97</u>
<b>Total issued Unlisted Domestic Shares</b>	<b>50,000,000</b>	<b>3.40</b>	<b>50,000,000</b>	<b>2.97</b>
<b>H SHARES</b>				
Placees	—	—	215,000,000	12.76
Core connected person(s)	231,000,000	15.72	231,000,000	13.71
Public H Shares Shareholders	<u>1,188,812,900</u>	<u>80.88</u>	<u>1,188,812,900</u>	<u>70.56</u>
<b>Total issued H Shares</b>	<b>1,419,812,900</b>	<b>96.60</b>	<b>1,634,812,900</b>	<b>97.03</b>
<b>TOTAL ISSUED SHARES</b>	<b>1,469,812,900</b>	<b>100.00</b>	<b>1,684,812,900</b>	<b>100.00</b>

*Note:* The aggregate of the percentage figures in the table above may not add up to the relevant sub-total or total percentage figures shown due to rounding of the percentage figures to two decimal places.

## USE OF PROCEEDS

As disclosed in the Announcement, on the assumption that all Placing Shares are fully placed, the aggregate gross proceeds from the Placing are expected to be HK\$3,923.8 million and the aggregate net proceeds (after deduction of the commissions and estimated expenses) from the Placing are expected to be approximately HK\$3,895.8 million.

The Placing has been fully placed. The Group intends to use the net proceeds from the Placing to supplement the Group's capital to support its business development where (i) 60% of the net proceeds from the Placing (or approximately HK\$2,337.5 million) are intended to be used by the Company for its insurance underwriting and asset management businesses, and are expected to be fully utilized by December 31, 2025; (ii) 30% of the net proceeds from the Placing (or approximately HK\$1,168.7 million) are intended to be used by the Group to support its investment in fintech innovations, and are expected to be fully utilized by December 31, 2026; and (iii) 10% of the net proceeds from the Placing (or approximately HK\$389.6 million) are intended to be used for general corporate purposes, and are expected to be fully utilized by December 31, 2025.

Please refer to the Announcement for further details of the Placing.

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

Shanghai, the PRC, July 4, 2025

*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 four independent non-executive Directors, namely Mr. Wei Ou, Ms. Vena Wei Yan Cheng, Ms. Gigi Wing Chee Chan and Mr. Stanley Chiu Fai Choi.*

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