

DEFINITIONS

In this [REDACTED], unless the context otherwise requires, the following expressions have the following meanings.

“5000 Industrial Enterprises”	5,000 enterprises in 27 major sectors of the industrial economy of China, which are selected by the PBOC for analyzing the prospects of PRC banking industry among hundreds of thousands of industrial enterprises in China according to the standard and requirement set by SDPC, Standardization Administration of PRC, MOF and NBSC and with leading or representative positions in the national economy of China
“ABC”	Agricultural Bank of China Limited (中國農業銀行股份有限公司), a company incorporated in the PRC on January 15, 2009, and an Independent Third Party
“Accountants’ Report”	the report on the financial information regarding the Company and its subsidiaries for each of the three years ended December 31, 2012, 2013 and 2014 and the three months ended March 31, 2015 as audited by independent auditors and set forth in “Appendix I — Accountants’ Report” in this [REDACTED]
“AMC(s)”	the asset management company(ies) approved for establishment by the State Council, including Huarong Corporation or China Huarong, China Great Wall, China Orient and China Cinda
“Articles of Association” or “Articles”	the articles of association of the Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in Appendix VI to this [REDACTED]
“Board” or “Board of Directors”	the board of directors of the Company
“Board of Supervisors”	the board of supervisors of the Company
“BOC”	Bank of China Ltd. (中國銀行股份有限公司), a company incorporated in the PRC on August 26, 2004, and an Independent Third Party
“BoCOM”	Bank of Communications Co., Ltd. (交通銀行股份有限公司), a company incorporated in the PRC on December 24, 2004, and an Independent Third Party
“business day”	a day on which banks in Hong Kong are generally open for normal banking business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong

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“CBRC”	China Banking Regulatory Commission (中國銀行業監督管理委員會)
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“CCB”	China Construction Bank Corporation (中國建設銀行股份有限公司), a company incorporated in the PRC on September 17, 2004, and an Independent Third Party
“China” or “PRC”	the People’s Republic of China excluding, for the purpose of this [REDACTED] only, Hong Kong, Macau and Taiwan
“China Cinda”	China Cinda Asset Management Co., Ltd. (中國信達資產管理股份有限公司), a company incorporated in the PRC on June 29, 2010, by conversion from its predecessor China Cinda Asset Management Corporation (中國信達資產管理有限公司), and is an Independent Third Party
“China Great Wall”	China Great Wall Asset Management Corporation (中國長城資產管理公司), a company incorporated in the PRC on November 2, 1999, and an Independent Third Party
“China Huarong” or the “Company”	China Huarong Asset Management Co., Ltd. (中國華融資產管理股份有限公司), a joint stock limited company incorporated in the PRC on September 28, 2012 by conversion from Huarong Corporation
“China Life Group”	China Life Insurance (Group) Company (中國人壽保險(集團)公司), a company incorporated in the PRC in August 1996, and a Shareholder of the Company
“China Life Group Share Subscription Agreement”	the share subscription agreement entered into by the Company and China Life Group on June 27, 2014

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“China Life Group Strategic Cooperation Agreement”	the strategic cooperation framework agreement entered into by the Company and China Life Group on June 27, 2014
“China Life Group Subscription Shares”	1,150,000,000 shares subscribed by China Life Group according to the China Life Group Share Subscription Agreement
“China Orient”	China Orient Asset Management Corporation (中國東方資產管理公司), a company incorporated in the PRC on October 27, 1999, and an Independent Third Party
“CICC”	China International Capital Corporation Limited (中國國際金融股份有限公司) or China International Capital Corporation (中國國際金融有限公司). China International Capital Corporation was a company incorporated in the PRC in July, 1995 with limited liability and restructured as China International Capital Corporation Limited on June 1, 2015. A limited partnership fund, of which CICC’s wholly-owned subsidiary is the general partner, is a general partner of CICC Growth Capital Fund I
“CICC Growth Capital Fund I”	CICC Growth Capital Fund I, L.P., a limited partnership established and existing under the laws of Cayman Island in November 2010, holds 100% equity interests in CICC Special Situation Investment
“CICC Share Subscription Agreement”	the share subscription agreement entered into by the Company, CICC Strategic Investment and CICC Special Situation Investment on June 27, 2014
“CICC Special Situation Investment”	CICC Special Situation Investment Limited, a company established and existing under the laws of Cayman Island in May 2014 with limited liability, and holds 100% equity interests in CICC Strategic Investment
“CICC Strategic Cooperation Agreement”	the strategic cooperation framework agreement entered into by the Company and CICC on June 27, 2014
“CICC Strategic Investment”	CICC Strategic Investment Company Limited, a company established and existing under the laws of Cayman Island in June 2014, and a wholly-owned subsidiary of CICC Special Situation Investment and a Shareholder of the Company
“CICC Subscription Shares”	the 750,000,000 shares subscribed by CICC Strategic Investment pursuant to the CICC Share Subscription Agreement
“CIRC”	China Insurance Regulatory Commission (中國保險監督管理委員會)

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“COFCO”	COFCO Corporation (中糧集團有限公司), a company incorporated in the PRC in July 1983, and holds 100% equity interests in COFCO (HK)
“COFCO (HK)”	COFCO (Hong Kong) Limited (中糧集團(香港)有限公司), a company established and existing under the laws of Hong Kong in August 1981, and a wholly-owned subsidiary of COFCO and a shareholder of the Company
“COFCO Share Subscription Agreement”	the share subscription agreement entered into by the Company, COFCO (HK) and COFCO on June 27, 2014
“COFCO Strategic Cooperation Agreement”	the strategic cooperation framework agreement entered into by the Company and COFCO on June 27, 2014
“COFCO Subscription Shares”	the 708,000,000 shares subscribed by COFCO (HK) pursuant to the COFCO Share Subscription Agreement
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Company Branch(es)”	branch(es) of the Company
“CSI”	CITIC Securities International Company Limited (中信證券國際有限公司), a company established and existing under the laws of Hong Kong in April 1998, and holds 100% equity interests in CSI AMC
“CSI AMC”	CSI AMC Company Limited, a company established and existing under the laws of Hong Kong in June 2014, and a subsidiary of CSI and a Shareholder of the Company
“CSI Share Subscription Agreement”	the share subscription agreement entered into by the Company, CSI AMC and CSI on June 27, 2014
“CSI Strategic Cooperation Agreement”	the strategic cooperation framework agreement entered into by the Company and CSI on June 27, 2014
“CSI Subscription Shares”	the 790,000,000 shares subscribed by CSI AMC pursuant to the CSI Share Subscription Agreement
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)

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“Delong Group”	Xinjiang Delong (Group) Limited and the relevant companies that act in concert with it
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	ordinary shares issued by the Company, with a nominal value of RMB1.00, which are subscribed for or credited as fully paid in Renminbi
“Domestic Above-scale Enterprise”	an industrial enterprise with an annual operating income of RMB20 million or more
“EIT”	enterprise income tax of the PRC
“EIT Law”	Enterprise Income Tax Law of the PRC (中華人民共和國企業所得稅法) adopted by the Tenth National People’s Congress on March 16, 2007, and effective on January 1, 2008
“Fidelidade”	FIDELIDADE – COMPANHIA DE SEGUROS, S.A., an insurance company established and existing under the laws of Portugua in October 1835, and a subsidiary of Fosun International and a Shareholder of the Company
“Financial Leasing Companies”	the companies that engage in financial leasing and have financial institution licenses granted by the CBRC
“Financial Subsidiaries”	Huarong Securities, Huarong Financial Leasing, Huarong Xiangjiang Bank, Huarong Trust and Huarong Futures
“Fosun”	Shanghai Fosun High Technology (Group) Co., Ltd, a company incorporated in the PRC in 2005 with limited liability, a subsidiary of Fosun International
“Fosun International”	Fosun International Limited, a company incorporated in Hong Kong in December 2004 and listed on the Main Board of the Hong Kong Stock Exchange (stock code: 00656) in July 2007, and holds 85% equity interests in Fidelidade as of June 2015
“Fosun International Share Subscription Agreement”	the share subscription agreement entered into by the Company and Fidelidade on June 27, 2014
“Fosun International Strategic Cooperation Agreement”	the strategic cooperation framework agreement entered into by the Company and Fosun International on June 27, 2014
“Fosun International Subscription Shares”	500,000,000 shares subscribed by Fidelidade according to the Fosun International Share Subscription Agreement

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“Four AMCs”	China Huarong, China Great Wall, China Orient and China Cinda, collectively
“Four City Commercial Banks and a Credit Cooperative of Hunan”	Former Commercial Bank of Zhuzhou, Commercial Bank of Xiangtan, Commercial Bank of Hengyang and Commercial Bank of Yueyang, and Shaoyang Credit Cooperative in Hunan
“GDP”	gross domestic product
“GEM Board”	Growth Enterprise Market Board
	[REDACTED]
“Goldman Sachs”	The Goldman Sachs Group, Inc., a corporation established and existing under the laws of the State of Delaware, U.S.A. and listed on The New York Stock Exchange (NYSE: GS), and holds 100% equity interests in Goldman Sachs SSG
“Goldman Sachs Share Subscription Agreement”	the share subscription agreement entered into by the Company, Goldman Sachs SSG and Goldman Sachs on June 27, 2014
“Goldman Sachs SSG”	Special Situations Investing Group II, LLC, a limited liability company established and existing under the laws of the State of Delaware, U.S.A., in August 2004, which is a wholly-owned subsidiary of Goldman Sachs and a shareholder of the Company
“Goldman Sachs Strategic Cooperation MOU”	the non-binding memorandum of understanding regarding strategic cooperation entered into by the Company, Goldman Sachs SSG and Goldman Sachs on June 27, 2014
“Goldman Sachs Subscription Shares”	the 147,000,000 shares subscribed by Goldman Sachs SSG according to the Goldman Sachs Share Subscription Agreement
	[REDACTED]
“Group,” “our Group,” “we” or “us”	the Company and, except where the context otherwise requires, some or all of its subsidiaries or, where the context refers to any time prior to their respective incorporation, the business which their respective predecessors were engaged in and which were subsequently assumed by them
“H Share(s)”	ordinary shares in the share capital of the Company with nominal value of RMB1.00 each, which are to be

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[REDACTED] for and traded in HK dollars and are to be [REDACTED] on the Hong Kong Stock Exchange

[REDACTED]

“Head Office”

the head office of the Company

“HK\$” or “HK dollars”

Hong Kong dollars, the lawful currency of Hong Kong

“HKSCC”

Hong Kong Securities Clearing Company Limited

“HKSCC Nominees”

HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC, which is a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited

“Hong Kong” or “HK”

the Hong Kong Special Administrative Region of the PRC

[REDACTED]

“Hong Kong Stock Exchange” or
“HKEx”

The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited

[REDACTED]

“Huarong Corporation”

China Huarong Asset Management Corporation (中國華融資產管理公司), the predecessor of China Huarong, and a limited company incorporated in the PRC on November 1, 1999

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“Huarong Financial Leasing”	China Huarong Financial Leasing Co., Ltd. (華融金融租賃股份有限公司), formerly known as Zhejiang Financial Leasing Co., Ltd., a joint stock company incorporated in the PRC on December 28, 2001 with limited liability and renamed as China Huarong Financial Leasing Co., Ltd. on June 14, 2007, in which the Company holds 79.92% equity interest
“Huarong Futures”	Huarong Futures Co. Ltd. (華融期貨有限責任公司), a joint stock company incorporated in the PRC on September 22, 1993 with limited liability, in which the Company holds 75.44% equity interest through Huarong Securities
“Huarong Huitong”	Huarong Huitong Asset Management Co., Ltd. (華融匯通資產管理有限公司), a company incorporated in the PRC on September 14, 2010 with limited liability, in which the Company holds 100% equity interest
“Huarong International”	Huarong (HK) International Holdings Limited or China Huarong International Holdings Limited. Huarong (HK) International Holdings Limited was incorporated in Hong Kong on January 2, 2013 and changed its name into China Huarong International Holdings Limited on April 9, 2015. The Company holds 88.10% and 11.90% equity interest in it through Huarong Real Estate and Huarong Zhiyuan (both being wholly-owned subsidiaries of the Company), respectively
“Huarong Qianhai Wealth Management”	Huarong Qianhai Wealth Management Co., Ltd. (華融前海財富管理股份有限公司), a company incorporated in the PRC on September 22, 2014 with limited liability, in which the Company holds 55.46% equity interest through Huarong Tianze
“Huarong Real Estate”	Huarong Real Estate Co., Ltd. (華融置業有限責任公司), formerly known as Zhuhai Hengqin Xindong Real Estate Development Company, a company incorporated in the PRC on May 26, 1994 with limited liability and renamed as Huarong Real Estate Co., Ltd. in 2009, and a wholly-owned subsidiary of the Company
“Huarong Rongde”	Huarong Rongde Asset Management Co., Ltd. (華融融德資產管理有限公司), formerly known as Rongde Asset Management Co., Ltd., a company incorporated in the PRC on June 6, 2006 with limited liability and renamed as Huarong Rongde Asset Management Co., Ltd. in 2012, in which the Company holds 59.30% equity interest
“Huarong Securities”	Huarong Securities Co., Ltd. (華融證券股份有限公司), a joint stock company incorporated in the PRC on September 7, 2007 with limited liability, in which the Company holds 81.56% equity interest

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“Huarong Tianze”	Huarong Tianze Investment Limited (華融天澤投資有限公司), a company incorporated in the PRC on November 21, 2012 with limited liability, in which the Company holds 81.56% equity interest through Huarong Securities
“Huarong Trust”	Huarong International Trust Co., Ltd. (華融國際信託有限責任公司), formerly known as Xinjiang International Trust & Investment Co., Ltd., a company incorporated in the PRC on August 28, 2002 with limited liability and renamed as Huarong International Trust Co., Ltd., in which the Company holds 98.09% equity interest
“Huarong Western Development”	China Huarong Western Development Investment Co., Ltd. (華融西部開發投資股份有限公司), a joint stock company incorporated in the PRC on December 12, 2014 with limited liability, in which the Company holds 60.00% equity interest through Huarong Zhiyuan
“Huarong Xiangjiang Bank”	Huarong Xiangjiang Bank Corporation Limited (華融湘江銀行股份有限公司), a joint stock commercial bank incorporated in the PRC on October 8, 2010, in which the Company holds 50.98% equity interest
“Huarong Yufu”	Huarong Yufu Equity Investment Fund Management Co., Ltd. (華融渝富股權投資基金管理有限公司), a company incorporated in the PRC on July 22, 2010 with limited liability, in which the Company holds 72.80% equity interest through Huarong Real Estate
“Huarong Zhiyuan”	Huarong Zhiyuan Investment & Management Co., Ltd. (華融致遠投資管理有限責任公司), a company incorporated in the PRC on November 10, 2009 with limited liability, and a wholly-owned subsidiary of the Company
“IASB”	International Accounting Standards Board
“ICBC”	Industrial and Commercial Bank of China Co., Ltd. (中國工商銀行股份有限公司), a company incorporated in the PRC on October 28, 2005, and an Independent Third Party
“IFRS”	the International Accounting Standards (IAS), the International Financial Reporting Standards, amendments and the related interpretations issued by the IASB
“Independent Third Party(ies)”	a person who, as far as the Directors are aware after having made all reasonable enquiries, is not a connected person of the Company within the meaning of the Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“Joint Sponsors”	China International Capital Corporation Hong Kong Securities Limited, Citigroup Global Markets Asia Limited, Goldman Sachs (Asia) L.L.C., HSBC Corporate Finance (Hong Kong) Limited and ICBC International Capital Limited (in alphabetical order and no ranking is assigned)
“Khazanah”	Khazanah Nasional Bhd, a company established and existing under the Companies Act 1965, laws of Malaysia, which holds 100% equity interest in Pantai Juara Investments
“Khazanah Share Subscription Agreement”	the share subscription agreement entered into by the Company and Pantai Juara Investments on June 27, 2014
“Khazanah Strategic Cooperation Agreement”	the strategic cooperation framework agreement entered into by the Company and Pantai Juara Investments on June 27, 2014
“Khazanah Subscription Shares”	the 755,000,000 shares subscribed by Pantai Juara Investments according to the Khazanah Share Subscription Agreement
“Latest Practicable Date”	23 June, 2015, being the latest practicable date for the purpose of ascertaining certain information contained in this [REDACTED] prior to its publication
	[REDACTED]
“Listing Committee”	the Listing Committee of the Hong Kong Stock Exchange

DEFINITIONS

“Listing Rules” or “Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (as amended from time to time)
“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the stock exchange (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with GEM Board of the Hong Kong Stock Exchange
“Major Unlisted DES Assets”	Top 34 Unlisted Debt-to-equity Swap(s) Assets held by us ranked by carrying amount with basis for value calculation
“Mandatory Provisions”	the “Mandatory Provisions for Articles of Association of Companies to be Listed Overseas” (到境外上市公司章程必備條款), as amended, supplemented or otherwise modified from time to time, for inclusion in the articles of association of companies incorporated in the PRC to be listed overseas (including Hong Kong), which were promulgated by the former State Council Securities Committee and the former State Commission for Economic System Reform on August 27, 1994
“MOF”	the Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“NABG”	National Australia Bank Group
“NAO”	the National Audit Office of the PRC (中華人民共和國審計署)
“NBSC”	the National Bureau of Statistics of the PRC (中華人民共和國國家統計局)
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“NEEQ”	National Equities Exchange and Quotation system
“Non-PRC Resident Enterprise”	as defined under the EIT Law, meaning companies established pursuant to a non-PRC law with their de facto management conducted outside the PRC, but which have established organizations or premises in the PRC, or which have generated income within the PRC without having established organizations or premises in the PRC
“NPC”	National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

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“NSSF”	the National Council for Social Security Fund of the PRC (中華人民共和國全國社會保障基金理事會) or National Social Security Fund of the PRC (中華人民共和國全國社會保障基金)
“Non-standard assets”	debt or equity assets that are not traded in the interbank markets or on the exchanges
	[REDACTED]
“Pantai Juara Investments”	Pantai Juara Investments Limited, an investment entity incorporated under the Labuan Companies Act of Malaysia, which is a wholly-owned subsidiary of Khazanah
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Company Law”	the Company Law of the People’s Republic of China (中華人民共和國公司法)
“PRC GAAP”	generally accepted accounting principles in the PRC
“PRC Government” or “State”	all governmental subdivisions (including principal, municipal and other regional or local government entities) and instrumentalities of the PRC

[REDACTED]

DEFINITIONS

[REDACTED]

“province”	each being a province or, where the context requires, a provincial level autonomous region or municipality under the direct supervision of the central government of the PRC
“Provisional Regulatory Guidelines for Supervision of Financial Asset Management on a Financial Statements Consolidation Basis”	“Provisional Regulatory Guidelines for Supervision of Financial Asset Management on a Financial Statements Consolidation Basis” (金融資產管理公司並表監管指引(試行)) promulgated by the CBRC and effective on March 8, 2011
“Qianhai Special Zone”	Qianhai Shenzhen-Hong Kong Modern Service Industries Cooperation Zone
“QIBs”	qualified institutional buyers within the meaning of Rule [REDACTED] under the U.S. [REDACTED]
	[REDACTED]
“Restricted Strategic Shareholders”	Warburg Pincus Financial International, CSI AMC, Pantai Juara Investments, CICC Strategic Investment, COFCO (HK), Fidelidade and Goldman Sachs SSG
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
	[REDACTED]
“SAC”	the Securities Association of China (中國證券業協會)
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	the State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局)
“SASAC”	the State-owned Assets Supervision and Administration Commission of the State Council (中華人民共和國國務院國有資產監督管理委員會)
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time

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“Securities Law”	the Securities Law of the People’s Republic of China (中華人民共和國證券法)
“SETC”	the State Economy and Trade Commission of the PRC (中華人民共和國國家經濟貿易委員會)
“SFC”	the Securities and Futures Commission of Hong Kong
“Shanghai Free Trade Zone”	China (Shanghai) Pilot Free Trade Zone (中國 (上海) 自由貿易試驗區)
“Share Subscription Agreements”	each or any of China Life Group Share Subscription Agreement, Warburg Share Subscription Agreement, CSI Share Subscription Agreement, Khazanah Share Subscription Agreement, CICC Share Subscription Agreement, COFCO Share Subscription Agreement, Fosun International Share Subscription Agreement and Goldman Sachs Share Subscription Agreement
“Share(s)”	ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of the Share(s)
“Simsen International”	Simsen International Corporation Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Hong Kong Stock Exchange (stock code: 993)
“SMEs”	small- and medium-sized enterprises
“SOE(s)”	state-owned enterprise(s)
“Special Regulations”	the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (國務院關於股份有限公司境外募集股份及上市的特別規定), promulgated by the State Council on August 4, 1994, as amended
“SSE”	Shanghai Stock Exchange (上海證券交易所)
	[REDACTED]
“State Council”	the State Council of the PRC
“Strategic Cooperation Agreements and/or MOU”	each or any of China Life Group Strategic Cooperation Agreement, Warburg Strategic Cooperation Agreement,

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	CSI Strategic Cooperation Agreement, Khazanah Strategic Cooperation Agreement, CICC Strategic Cooperation Agreement, COFCO Strategic Cooperation Agreement, Fosun International Strategic Cooperation Agreement and/or Goldman Sachs Strategic Cooperation MOU
“Strategic Investors”	strategic investors of the Company, including China Life Group, Warburg Pincus, CSI, Khazanah, CICC, COFCO, Fosun International and Goldman Sachs
“Strategic Shareholders”	strategic shareholders of the Company, including China Life Group, Warburg Pincus Financial International, CSI AMC, Pantai Juara Investments, CICC Strategic Investment, COFCO (HK), Fidelidade and Goldman Sachs SSG
“Supervisors”	supervisor(s) of the Company
“SZSE”	Shenzhen Stock Exchange (深圳證券交易所)
“Takeovers Code” or “Hong Kong Takeovers Code”	the Codes on Takeovers and Mergers and Share Repurchases issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the three financial years ended December 31, 2014 and three months ended March 31, 2015
	[REDACTED]
“U.S.” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$” or “U.S. dollars” or “USD”	United States dollars, the lawful currency of the United States
	[REDACTED]
“Warburg Pincus”	Warburg Pincus LLC, a company established and existing under the laws of the State of New York of the U.S. on December 30, 1996 with limited liability, is the manager of Warburg Pincus International
“Warburg Pincus Financial International”	Warburg Pincus Financial International Ltd., a company established and existing under the laws of Republic of

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	Mauritius in August 2012, a wholly-owned subsidiary of Warburg Pincus International and a Shareholder of the Company
“Warburg Pincus International”	Warburg Pincus International L.P., a limited partnership established and existing under the laws of Cayman Island in June 2014, and holds 100% equity interest in Warburg Pincus Financial International
“Warburg Share Subscription Agreement”	the share subscription agreement entered into by the Company with Warburg Pincus Financial International and Warburg Pincus International on June 27, 2014
“Warburg Strategic Cooperation Agreement”	the strategic cooperation framework agreement entered into by the Company with Warburg Pincus Financial International on June 27, 2014
“Warburg Subscription Shares”	the 2,060,000,000 shares subscribed by Warburg Pincus Financial International according to the Warburg Share Subscription Agreement

[REDACTED]

In this [REDACTED], the terms “associate”, “connected person”, “connected transaction”, “controlling shareholder”, “subsidiary” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including certain of the subsidiaries of the Company) have been included in the [REDACTED] in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail. English translations of company names and other terms from the Chinese language marked with “” are for identification purposes only.*