

复星保德信人寿保险有限公司设立大会
Founding Assembly of Pramerica Fosun Life Insurance Co., Ltd.
股东决议
Shareholders' Resolutions
第 02 号 No. 02

根据相关法律法规及中国保险监督管理委员会之规定，上海复星工业技术发展有限公司及 The Prudential Insurance Company of America，作为复星保德信人寿保险有限公司（“合资公司”）全体股东，兹此一致决议如下：

According to the relevant laws and regulations and the rules of China Insurance Regulatory Commission, Shanghai Fosun Industrial Technology Development Co., Ltd. and The Prudential Insurance Company of America, as the entire shareholders of Pramerica Fosun Life Insurance Co., Ltd. (the "Joint Venture Company"), hereby unanimously adopt the following resolution:

同意筹备组向中国保险监督管理委员会申请合资公司开业，并向中国保险监督管理委员会提交筹备组准备的开业申请书及其他申请资料。

To agree that the preparatory team shall apply to China Insurance Regulatory Commission for business commencement of the Joint Venture Company and shall submit the Application Letter for business commencement together with other application materials prepared by the preparatory team to China Insurance Regulatory Commission.

上海复星工业技术发展有限公司

Shanghai Fosun Industrial Technology Development Co., Ltd.

授权签字人：

Authorized Signature:

职衔：

Title:

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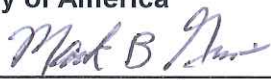
The Prudential Insurance Company of America

授权签字人：

Authorized Signature:

职衔：

Title:

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2012 年 4 月 25 日

April 25, 2012