

CHINA LIFE INSURANCE CO LTD  
Form 6-K  
January 04, 2007

Commission File Number 001-31914

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 6-K

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**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of the**

**Securities Exchange Act of 1934**

January 4, 2007

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# China Life Insurance Company Limited

(Translation of registrant's name into English)

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16 Chaowai Avenue

Chaoyang District

Beijing 100020, China

Tel: (86-10) 8565-9999

(Address of principal executive offices)

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Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:

Yes  No

If  is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_

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China Life Insurance Company Limited issued an announcement on December 29, 2006, a copy of which is attached as Exhibit 99.1 hereto.

**EXHIBIT LIST**

<b>Exhibit</b>	<b>Description</b>
99.1	Announcement, dated December 29, 2006

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**China Life Insurance Company Limited**  
(Registrant)

By: */s/ Wu Yan*  
(Signature)

January 4, 2007

Name: Wu Yan  
Title: Director and President

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

(Stock Code: 2628)

**ANNOUNCEMENT**

**VOTING RESULTS AT THE THIRD EGM OF 2006**

The Board announces that the ordinary resolution regarding the appointment of Mr. Ngai Wai Fung as an independent non-executive Director of the Company put forward at the Third EGM of 2006 held on 29 December 2006 was passed.

Pursuant to the Company's notice of the Third EGM of 2006 dated 13 November 2006, the Third EGM was held on 29 December 2006.

There were a total of 26,764,705,000 shares, representing 100% of the total issued share capital of the Company, entitled to attend and vote for or against the ordinary resolution considered at the Third EGM. The meeting was convened in accordance with the requirements of the Company Law of the PRC and the articles of association of the Company. There were no restrictions on any shareholder casting votes on any of the proposed resolution at the Third EGM. The Third EGM was chaired by Mr. Yang Chao, the chairman of the Board.

At the Third EGM, the chairman of the Third EGM demanded to put the resolution set out in the notice of the Third EGM dated 13 November 2006 to the vote by way of poll.

The poll results in respect of the resolution proposed at the Third EGM are as follows:

Resolution	No. of Votes (%)		Total Number of Votes
	For	Against	
1. To review and approve the adoption of the Employee Share Incentive Plan (draft) and to authorize the Board to make appropriate and necessary amendments to the Employee Share Incentive Plan in accordance with the relevant laws and regulations, the rules of the countries in which the shares of the Company are listed and the replies and comments of relevant regulatory authorities. (See Note below)	N/A	N/A	N/A
2. To approve the appointment of Mr. Ngai Wai Fung as an independent non-executive Director of the Company.	21,130,770,194 (99.97)%	6,059,900 (0.03)%	21,136,830,094
The resolution was duly passed as an ordinary resolution.			

*Note: As disclosed in the Company's announcement dated 11 December 2006, in accordance with the requirements of the proposed A Share Issue, the Company decided that the ordinary resolution in connection with the Employee Share Incentive Plan proposed to be passed at the Third EGM was postponed to a general meeting to be held after the completion of the proposed A Share Issue.*

Biographical details of Mr. Ngai Wai Fung are set out in the Company's notice of the Third EGM of 2006 dated 13 November 2006.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, in conjunction with King & Wood, the Company's PRC legal advisers, acted as the scrutineers in respect of the voting at the Third EGM and performed calculation to obtain the above poll voting results based on the completed and signed poll voting forms collected by the Company.

## DEFINITIONS

A Shares	the Domestic Shares, which are proposed to be listed on the Shanghai Stock Exchange
A Share Issue	the proposed issue of not more than 1.5 billion A Shares to strategic, institutional and public investors as approved by the CSRC, through issue of new shares and/or such other manner as shall be approved by the Relevant Authorities, which are proposed to be listed on the Shanghai Stock Exchange
Board	the board of Directors of the Company
Company	China Life Insurance Company Limited, a company incorporated in the PRC and H Shares of which are listed on the Stock Exchange
CSRC	the China Securities Regulatory Commission
Directors	the directors of the Company
Domestic Shares	the ordinary shares of RMB1.00 each issued by the Company, which are subscribed for or credited as fully paid up in RMB
Employee Share	the employee share incentive plan (draft) of the Company adopted by the Board at its meeting held on 10 November 2006
Incentive Plan	
H Shares	overseas listed foreign shares of RMB1.00 each in the share capital of the Company which are listed on the Stock Exchange
PRC	the People's Republic of China excluding, for the purposes of this announcement only, Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan region
Relevant Authorities	relevant authorities in the PRC including the CSRC
Stock Exchange	The Stock Exchange of Hong Kong Limited

Third EGM the Company's third extraordinary general meeting of 2006 held on 29 December 2006

By Order of the Board of Directors  
**China Life Insurance Company Limited**

**Heng Kwo Seng**  
*Company Secretary*

As at the date of this announcement, the Board comprises the following members:

*Executive Directors:* Yang Chao, Wu Yan, Wan Feng

*Non-executive Directors:* Shi Guoqing, Zhuang Zuojin

*Independent non-executive Directors:* Long Yongtu, Sun Shuyi, Ma Yongwei, Chau Tak Hay, Cai Rang, Ngai Wai Fung

Hong Kong, 29 December 2006