



DISCLOSURE OF MATERIAL MATTERS (2013-2)

XL INSURANCE (CHINA) COMPANY LIMITED

DISCLOSURE OF MATERIAL MATTER -- BOARD MEMBER CHANGE

2013-2

Being approved by the China Insurance Regulatory Commission, on 20th June 2013, Mr. Wing Keung (Philip) Chan and Ms. Lee Li (Ann) Chua were appointed as Directors of XL Insurance (China) Company Limited (hereinafter "XLICCL" or the "Company"). With the appointment of Mr. Chan and Ms. Chua, the number of directors on the Company's Board was increased to five. As the number of changed directors reached one third of the total members of the Board within this year, adhering to the applicable laws and regulations and internal rules of the Company, the information was so disclosed as a matter material to XLICCL.

XL Insurance (China) Company Limited

28th June, 2013