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中国平安保险(集团)股份有限公司
Ping An Insurance (Group) Company of China, Ltd.
(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2318)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rules 13.09 and 13.10B of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

“The Announcement regarding the Receipt of CIRC Approval on Transfer of Shareholdings by the Shareholders of Ping An Insurance (Group) Company of China, Ltd.”, which is published by Ping An Insurance (Group) Company of China, Ltd. on the website of Shanghai Stock Exchange and certain designated newspapers in the PRC, is reproduced herein for your reference.

By Order of the Board
Yao Jun
Company Secretary

Shenzhen, PRC, February 1, 2013

As at the date of this announcement, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi, Ren Huichuan, Ku Man and Yao Jason Bo; the Non-executive Directors are Fan Mingchun, Lin Lijun, Ng Sing Yip, Li Zhe and Guo Limin; the Independent Non-executive Directors are Zhang Hongyi, Chen Su, Xia Liping, Tang Yunwei, Lee Carmelo Ka Sze, Woo Ka Biu Jackson and Stephen Thomas Meldrum.

**THE ANNOUNCEMENT REGARDING THE RECEIPT OF
CIRC APPROVAL ON TRANSFER OF SHAREHOLDINGS
BY THE SHAREHOLDERS OF
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.**

The board of directors and all directors of Ping An Insurance (Group) Company of China, Ltd. (the "Company") confirm that there are no false representations and misleading statements contained in, or material omissions from this announcement, and severally and jointly accept the responsibility for the truthfulness, accuracy and completeness of the contents of this announcement.

The Company published the "Announcement regarding the Transfer of Shareholdings by the Shareholders of the Company" and the "Suggestive Announcement regarding the Detailed Report on the Shareholdings Changes Disclosed by the Shareholder of the Company" on December 7, 2012 and December 31, 2012, respectively, which mentioned the transaction regarding the transfer of certain H shares of the Company among HSBC Insurance Holdings Limited and The Hongkong and Shanghai Banking Corporation Limited and relevant subsidiaries of Charoen Pokphand Group Company Limited ("CP Group") is subject to the approval from the China Insurance Regulatory Commission ("CIRC").

The Company has recently received the "Approval regarding the Transfer of Shareholdings of Ping An Insurance (Group) Company of China, Ltd." (Bao Jian Fa Gai [2013] No. 113) from CIRC, which approved HSBC Insurance Holdings Limited and The Hongkong and Shanghai Banking Corporation Limited to sell their 976,121,395 H shares in the Company to All Gain Trading Limited, Bloom Fortune Group Limited, Business Fortune Holdings Limited and Easy Boom Developments Limited, indirect wholly-owned subsidiaries of the CP Group.

The Company will keep close contact with the relevant parties and fulfill the information disclosure obligation regarding the subsequent development of the above shareholdings transfer.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
February 1, 2013