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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 13.10B and 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

“The Announcement of Resolution Passed at the Eighth Meeting of the Ninth Session of the Board of Directors 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, July 11, 2013

As at the date of this announcement, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi, Ren Huichuan, Ku Man, Yao Jason Bo and Lee Yuansiong; the Non-executive Directors are Fan Mingchun, Lin Lijun, Li Zhe, Soopakij Chearavanont, Yang Xiaoping and Lu Hua; the Independent Non-executive Directors are Tang Yunwei, Lee Carmelo Ka Sze, Woo Ka Biu Jackson, Stephen Thomas Meldrum, Yip Dicky Peter, Wong Oscar Sai Hung and Sun Dongdong.

**THE ANNOUNCEMENT OF
RESOLUTION PASSED AT THE EIGHTH MEETING OF
THE NINTH SESSION OF THE BOARD OF DIRECTORS OF
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.**

The board of directors (the "Board") and all directors (the "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 eighth meeting (the "Meeting") of the ninth session of the Board was held from 8 to 11 July 2013 by way of communication voting, after the issuance of the notice of the Meeting on 3 July 2013. All of the 19 eligible Directors participated in the voting. 19 valid votes were cast at the Meeting. The Meeting was convened and held in compliance with the requirements set out in the Company Law of the PRC and the Articles of Association of Ping An Insurance (Group) Company of China, Ltd., and therefore the Meeting is legal and valid.

"The Resolution regarding the Election of Members of the Specialized Committees under the Board" was considered and passed by poll at the Meeting.

"The Announcement regarding the Receipt of CIRC Approval on the Qualification of the Directors" was published by the Company on the website of Shanghai Stock Exchange and certain designated newspapers in the PRC on 26 June 2013, which stated that the appointment of Mr. Lee Yuansiong, Mr. Soopakij Chearavanont, Mr. Yang Xiaoping, Mr. Lu Hua, Mr. Yip Dicky Peter, Mr. Wong Oscar Sai Hung and Mr. Sun Dongdong as Directors of the ninth session of the Board became effective from 17 June 2013 (please refer to the appendix of this announcement for the biographies of the newly appointed Directors), while the resignation of Mr. Zhang Hongyi, Mr. Chen Su, Mr. Xia Liping and Mr. Guo Limin became effective on the same date. Due to the above changes of the members of the Board resulting in the vacancies for the composition of the specialized committees under the Board, the Meeting approved the adjustment and supplement of the members of the specialized committees under the Board as follows:

1. Strategy and Investment Committee under the Board

It is approved to elect Mr. Wong Oscar Sai Hung and Mr. Yang Xiaoping as the members of the Strategy and Investment Committee under the Board. The composition of the Strategy and Investment Committee under the Board shall be as follows after the supplement:

Ma Mingzhe (Chairman), Tang Yunwei, Lee Carmelo Ka Sze, Wong Oscar Sai Hung, Yang Xiaoping.

2. Audit and Risk Management Committee under the Board

It is approved to elect Mr. Yip Dicky Peter, Mr. Sun Dongdong and Mr. Yang Xiaoping as the members of the Audit and Risk Management Committee under the Board. The composition of the Audit and Risk Management Committee under the Board shall be as follows after the supplement:

Tang Yunwei (Chairman), Woo Ka Biu Jackson, Stephen Thomas Meldrum, Yip Dicky Peter, Sun Dongdong, Yang Xiaoping.

3. Nomination Committee under the Board

It is approved to elect Mr. Lee Carmelo Ka Sze as the Chairman of the Nomination Committee under the Board; to elect Mr. Wong Oscar Sai Hung and Mr. Sun Dongdong as the members of the Nomination Committee under the Board. The composition of the Nomination Committee under the Board shall be as follows after the adjustment:

Lee Carmelo Ka Sze (Chairman), Wong Oscar Sai Hung, Sun Dongdong, Ma Mingzhe, Ren Huichuan.

4. Remuneration Committee under the Board

It is approved to elect Mr. Yip Dicky Peter as the member of the Remuneration Committee under the Board and as the Chairman of the Remuneration Committee under the Board in place of Mr. Lee Carmelo Ka Sze; to elect Mr. Soopakij Chearavanont as the member of the Remuneration Committee under the Board. The composition of the Remuneration Committee under the Board shall be as follows after the adjustment:

Yip Dicky Peter (Chairman), Tang Yunwei, Lee Carmelo Ka Sze, Woo Ka Biu Jackson, Soopakij Chearavanont.

Voting result: 19 votes for, 0 vote against and 0 abstained vote

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

The Biographies of Newly Appointed Directors

LEE Yuansiong, aged 47, has been the Senior Vice President and Chief Insurance Business Officer of the Company since January 2011. Mr. Lee is currently a Director of Ping An Property & Casualty Insurance Company of China, Ltd., Ping An Life Insurance Company of China, Ltd. (“Ping An Life”), Ping An Annuity Insurance Company of China, Ltd. and Ping An Health Insurance Company of China, Ltd., the subsidiaries of the Company. Mr. Lee joined the Company in 2004 and served as the Special Assistant to the Chairman of Ping An Life from February 2004 to March 2005 and General Manager of Ping An Life from March 2005 to January 2010 and Chairman of Ping An Life from January 2007 to February 2012. Prior to that, Mr. Lee was a Senior Vice President of Prudential Taiwan Branch and the General Manager of Citi-Prudential, etc.. Mr. Lee holds a Master’s degree in Finance from The University of Cambridge.

Soopakij CHEARAVANONT, aged 49, is the Executive Vice Chairman of the CP Group, and at the same time has been an Executive Director and the Chairman of C.P. Lotus Corporation, an Executive Director and Vice Chairman of C.P. Pokphand Co. Ltd.. Mr. Soopakij Chearavanont is also a Director of True Corporation Public Company Limited and CP ALL Public Company Limited (both companies are listed in Thailand) and the Chairman of True Visions Public Company Limited based in Thailand. Mr. Soopakij Chearavanont holds a Bachelor’s degree in Science from the College of Business and Public Administration of New York University, USA.

YANG Xiaoping, aged 49, is currently the Vice President of the CP Group, an Executive Director and the Vice Chairman of C.P. Lotus Corporation, the Senior Vice Chairman of Chia Tai Group Agro-Industry And Food Business for China Area and a Non-executive Director of Tianjin Binhai Teda Logistics (Group) Corporation Limited. Previously, Mr. Yang acted as the Manager of Nichiyo Co., Ltd for China Division and the Chief Representative of Nichiyo Co., Ltd Beijing Office. Mr. Yang is also a Member of The Twelfth National Committee of Chinese People’s Political Consultative Conference, the Vice President of the China Institute for Rural Studies of Tsinghua University, a Director of China NGO Network for International Exchanges, the Vice President of Beijing Association of Enterprises with Foreign Investment and an Adviser of Foreign Investment to Beijing Municipal Government. Mr. Yang holds a Bachelor’s degree from Jiangxi Institute of Technology and has experience of studying in Japan.

LU Hua, aged 49, is currently the Chairman of the Board of Directors of Shum Yip Group Limited, Shum Yip Holdings Company Limited and Shenzhen Investment Limited, also a Director of each of Road King Infrastructure Limited and Shenzhen Gas Corporation Ltd.. Mr. Lu held various positions from April 2009 to December 2012, including Secretary of Party Committee and Chairman of the Board of Directors in Shenzhen Shahe Industrial (Group) Co., Ltd., Senior Vice President and President in Shum Yip Group Limited, etc., and was a Non-executive Director of Coastal Greenland Limited from July 2011 to May 2012. Prior to that, Mr. Lu has served as the Chairman of Shahe Industrial Co., Ltd. and General Manager of Shenzhen Property Development Company Ltd.. Mr. Lu holds a Doctorate degree in Political Economics from Nankai University and a Master’s degree in Finance from University of Reading in UK.

YIP Dicky Peter, aged 66, is currently the Independent Non-executive Director of Sun Hung Kai Properties Limited, South China (China) Limited and DBS Bank (Hong Kong) Limited, respectively. Mr. Yip joined The Hongkong and Shanghai Banking Corporation Limited (“HSBC”) in 1965, and served as a Chief Executive of China Business at HSBC’s Area Office China from January 2003 to May 2005, a General Manager of HSBC from April 2005 to June 2012, and served as an Executive Vice President of Bank of Communications Co., Ltd. from May 2005 to June 2012. Mr. Yip also served as the Director of the Company

and the original Ping An Bank Co., Ltd. from November 2002 to May 2005. Besides, He had served in many consultative boards including the Aviation Advisory Board, Arts Development Council and the Urban Renewal Authority, and is currently a Council Member of the Hong Kong Committee of UNICEF. Mr. Yip holds a MBA degree from The University of Hong Kong. Mr. Yip is an elected associated member of Chartered Institute of Bankers, London, and has a Certified Financial Planner certificate issued by the Institute of Financial Planners of Hong Kong and a Certified Financial Management Planner certificate issued by the Hong Kong Institute of Bankers.

WONG Oscar Sai Hung, aged 58, currently serves as the Chairman of LW Asset Management Advisors Limited, the Vice Chairman of China Bio-Med Regeneration Technology Limited, also an Independent Non-executive Director of the Hong Kong Exchanges and Clearing Limited and ARN Investment SICAV. Mr. Wong was a Director and Chief Executive Officer of ICBC (Asia) Investment Management Company Limited from September 2008 to December 2011. Prior to that, he was the Chief Executive of BOCI-Prudential Asset Management Limited and Prudential Portfolio Managers Asia Limited, and he also was a Non-executive Director of the ARN Asian Enterprise Fund Limited. Mr. Wong holds a Higher Diploma in Business Studies (Marketing) from Hong Kong Polytechnic (now known as The Hong Kong Polytechnic University).

SUN Dongdong, aged 54, currently serves as a professor of Law School in Peking University, and the Director of Peking University Health Law Research Center. Mr. Sun is also a Deputy Director of the Social Legal Work Committee of Chinese Peasants' and Workers' Democratic Party, standing Director of Chinese Health Law Society and China Law Society Research Center of the Law of Protection of the Rights and Interests of Consumers, and an expert of the Health Insurance Experts Committee under the Insurance Association of China and China Medical Doctor Association. Mr. Sun graduated with a Degree of Medical Science from Beijing Medical College (now known as Peking University Health Science Center).