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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)

ANNOUNCEMENT

ADJUSTMENT OF CONVERSION PRICE OF A SHARE CONVERTIBLE CORPORATE BONDS (INCLUDING SUBORDINATED TERMS)

Reference is made to the announcement of Ping An Insurance (Group) Company of China, Ltd. (the "Company") dated June 12, 2014 regarding the voting results of 2013 annual general meeting of the Company (the "AGM"). The final profit distribution plan for 2013 was considered and approved at the AGM, which resolved to distribute the final dividend for 2013 of RMB 0.45 (inclusive of tax) per share to all shareholders. The said distribution does not involve the capitalization from capital common reserves.

According to the relevant terms under the prospectus in relation to the public issuance of A share convertible corporate bonds (including subordinated terms) (the "Ping An Convertible Bonds") of the Company, after the issuance of Ping An Convertible Bonds, upon the occurrence of distribution of cash dividends of the Company, the conversion price will be adjusted based on the following formula:

When there is distribution of cash dividends: $P1 = P0 - D$

Where: "P0" denotes the initial conversion price, "D" denotes the cash dividend per share and "P1" denotes the conversion price after adjustment.

Given the fact that the Company will implement the 2013 A share final profit distribution plan on June 26, 2014 (being the record date for the A share profit distribution plan), the conversion price of Ping An Convertible Bonds will be adjusted from RMB41.33 per share to RMB40.88 per share from June 27, 2014 (being the ex-dividend date for the A share profit distribution plan) with the following formula:

$$P1 = P0 - D = 41.33 - 0.45 = 40.88$$

The conversion price after adjustment shall become effective from June 27, 2014, the conversion of Ping An Convertible Bonds shall resume on the same date.

By Order of the Board
Yao Jun
Company Secretary

Shenzhen, PRC, June 19, 2014

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.