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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)

**VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON THURSDAY, FEBRUARY 5, 2015**

The Board is pleased to announce that the EGM was held at 2:00 p.m. on Thursday, February 5, 2015 at Ping An Hall, Ping An School of Financial Services, Guanlan, Shenzhen, Guangdong Province, PRC.

The resolution as set out in the Notice of EGM dated December 19, 2014 was duly passed.

The board of directors (the “**Board**”) of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”) is pleased to announce that the first extraordinary general meeting of the Company of 2015 (the “**EGM**”) was held at 2:00 p.m. on Thursday, February 5, 2015 at Ping An Hall, Ping An School of Financial Services, Guanlan, Shenzhen, Guangdong Province, PRC. The EGM adopted both onsite voting and A-share online voting.

The total number of shares entitling the holders to attend and vote for or against the resolution proposed at the EGM was 8,962,174,102. To the best knowledge, information and belief of the directors of the Company (the “**Directors**”), there were no restrictions on any shareholder casting votes on the proposed resolution at the EGM and no shareholder had a material interest in the matter considered at the EGM and was required to abstain from voting at the EGM.

The number and ratio of shareholders and authorized proxies present at the EGM are set out as follows:

Number of shareholders and authorized proxies attended the meeting	566
Of which : number of A shareholders	558
number of H shareholders	8
Total number of shares entitled to vote	3,479,472,285 shares
Of which : total number of shares entitled to vote held by A shareholders	1,279,437,939 shares
total number of shares entitled to vote held by H shareholders	2,200,034,346 shares

Percentage to the total number of shares of the Company entitled to vote	38.83%
Of which : percentage of shares entitled to vote held by A shareholders	14.28%
percentage of shares entitled to vote held by H shareholders	24.55%

The holding of the EGM was in compliance with the requirements of the Company Law of the People's Republic of China, the Rules Governing the Shareholders' General Meetings of the Listed Companies and the provisions of the Articles of Association of Ping An Insurance (Group) Company of China, Ltd. (the "**Articles of Association**"). The EGM was chaired by Mr. Ma Mingzhe, Chairman of the Board and Chief Executive Officer of the Company. Some Directors, supervisors and the secretary to the Board attended the EGM. Some members of the senior management of the Company also attended the EGM. In accordance with the Articles of Association, voting in respect of the resolutions was conducted by way of poll. Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, was appointed by the Company as the scrutineer for the vote-taking at the EGM whereas Allbright Law Offices was appointed as the witnessing lawyer at the EGM.

The resolution as set out in the notice of the EGM dated December 19, 2014 was duly passed. The poll results in respect of the resolution proposed at the EGM were as follows:

ORDINARY RESOLUTION		Number of Shares (%)			
		For	Against	Abstain	Total Votes
1.	To consider and approve the resolution regarding the implementation of the key employee share purchase scheme.	3,390,105,736 (97.431606%)	83,545,598 (2.401100%)	5,820,951 (0.167294%)	3,479,472,285 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					

By order of the Board
Ping An Insurance (Group)
Company of China, Ltd.
Yao Jun
Company Secretary

Shenzhen, PRC, February 5, 2015

As at the date of this notice, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi, Ren Huichuan, Yao Jason Bo, Lee Yuansiong and Cai Fangfang; 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.