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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 Rule 13.10B of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

“The Announcement of Ping An Insurance (Group) Company of China, Ltd. regarding the Approval by CSRC Public Offering Review Committee on the Application of Ping An Bank's Non-public A Shares Issuance”, 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, March 16, 2015

As at the date of this announcement, 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 Bui Jackson, Stephen Thomas Meldrum, Yip Dicky Peter, Wong Oscar Sai Hung and Sun Dongdong.

**THE ANNOUNCEMENT OF
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.
REGARDING
THE APPROVAL BY CSRC PUBLIC OFFERING REVIEW COMMITTEE
ON THE APPLICATION OF
PING AN BANK'S NON-PUBLIC A SHARES ISSUANCE**

The board of directors and all directors of Ping An Insurance (Group) Company of China, Ltd. (hereinafter referred to as 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.

On July 15, 2014, the Company published "The Announcement regarding the Investment", which mentioned that Ping An Bank Co., Ltd. (the "Ping An Bank"), a controlled subsidiary of the Company, proposed to raise funds of not more than RMB10 billion by non-public issuance of its RMB-denominated ordinary shares, and the Company agreed to subscribe for approximately 45%-50% of the new ordinary shares to be issued under the non-public issuance by Ping An Bank in cash, the subscription price of which shall be the same as the other subscribers.

On March 16, 2015, the Public Offering Review Committee of the China Securities Regulatory Commission (the "CSRC") reviewed the abovementioned application of Ping An Bank's non-public A shares issuance. According to the review results, the application of Ping An Bank's non-public A shares issuance has been approved by the Public Offering Review Committee.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
March 16, 2015