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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 CSRC Approval 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, April 24, 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 CSRC APPROVAL 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 16, 2014, the Company published "The Announcement regarding the Investment" on the website of Shanghai Stock Exchange and certain designated newspapers in the PRC, which mentioned that the Company agreed to subscribe, in cash, for new ordinary shares to be issued under the non-public issuance by Ping An Bank Co., Ltd. ("Ping An Bank"), a controlled subsidiary of the Company. On March 17, 2015 and April 1, 2015, the Company published "The Announcement regarding the Approval by CSRC Public Offering Review Committee on the Application of Ping An Bank's Non-public A Shares Issuance" and "The Announcement of Further Progress regarding Subscription for Shares Issued under the Non-public Issuance of Ping An Bank", respectively.

On April 24, 2015, Ping An Bank received "The Approval on the Non-public Issuance of Shares by Ping An Bank Co., Ltd." issued by the China Securities Regulatory Commission ("CSRC") (Zheng Jian Xu Ke [2015] No. 697). Accordingly, the CSRC approved the application for the non-public issuance of RMB-dominated ordinary shares (A shares) by Ping An Bank with a valid period of six (6) months from the date of the approval.

The Company and Ping An Bank will deal with the relevant matters on the non-public issuance of A shares in accordance with the requirements of the abovementioned approval as soon as possible.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
April 24, 2015