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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

**RESULTS OF CONVERSION OF A SHARE CONVERTIBLE CORPORATE BONDS
(INCLUDING SUBORDINATED TERMS) AND CHANGES IN SHARES**

As at June 30, 2014, a total of RMB267,000 of A share convertible corporate bonds (including subordinated terms, the "Ping An Convertible Bonds") issued by Ping An Insurance (Group) Company of China, Ltd. (the "Company") were converted into 6,443 A shares in aggregate, accounting for 0.00008% of the total number of 7,916,142,092 issued shares before conversion of Ping An Convertible Bonds.

As at June 30, 2014, RMB25,999,733,000 of Ping An Convertible Bonds remained outstanding, accounting for 99.99897% of the total value of RMB26 billion of Ping An Convertible Bonds.

The table below sets forth the changes in share capital of the Company as at June 30, 2014:

Class of shares	Number of issued shares as at March 31, 2014 (Share)	Percentage to the total share capital as at March 31, 2014 (%)	Number of shares converted from Ping An Convertible Bonds from April 1, 2014 to June 30, 2014 (Share)	Number of issued shares as at June 30, 2014 (Share)	Percentage to the total share capital as at June 30, 2014 (%)
A shares	4,786,409,636	60.46392	6,443	4,786,416,079	60.46395
H shares	3,129,732,456	39.53608	-	3,129,732,456	39.53605
Total	7,916,142,092	100	6,443	7,916,148,535	100

Note: the above-mentioned shares are all selling-unrestricted shares.

By Order of the Board
Yao Jun
Company Secretary

Shenzhen, PRC, July 1, 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.