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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 Resolutions Passed at the First Meeting of the Tenth Session of the Board of Directors of Ping An Insurance (Group) Company of China, Ltd.”, 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, July 10, 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, Soopakij Chearavanont, Yang Xiaoping and Lu Hua; the Independent Non-executive Directors are Woo Ka Biu Jackson, Stephen Thomas Meldrum, Yip Dicky Peter, Wong Oscar Sai Hung, Sun Dongdong and Ge Ming.

**THE ANNOUNCEMENT OF
RESOLUTIONS PASSED AT THE FIRST MEETING OF
THE TENTH SESSION OF THE BOARD OF DIRECTORS OF
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.**

The board (hereinafter referred to as the "Board") of directors (hereinafter referred to as the "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.

The first meeting (the "Meeting") of the tenth session of the Board was held on July 10, 2015 by way of video connecting communication simultaneously at (i) Conference Room 419 of Galaxy Development Centre, Fu Hua Road, Futian District, Shenzhen; (ii) Big Conference Room of Ping An of China Asset Management (Hong Kong) Company Limited, at 11/F Chater House, 8 Connaught Road Central, Hong Kong; and (iii) Conference Room 1606, Ping An Building, No. 23 Financial Street, Beijing, after the issuance of the notice of the Meeting on July 3, 2015. At the same time, certain Directors attended the Meeting by teleconference. 15 of the 17 eligible Directors attended the Meeting. Mr. Ren Huichuan and Mr. Lu Hua appointed Mr. Yao Jason Bo and Mr. Sun Jianyi to attend the Meeting and vote on their behalf respectively, in each case by a written power of attorney. 17 valid votes were cast at the Meeting. Some supervisors and senior management of the Company attended the Meeting. The Meeting was convened and held in compliance with the requirements set out in the Company Law of the PRC and the Articles of Association of Ping An Insurance (Group) Company of China, Ltd., and therefore the Meeting is legal and valid.

The Meeting was presided over by Mr. Ma Mingzhe, the Chairman of the Board and the following resolutions were considered and passed at the Meeting after thorough discussion by the attending directors:

I. The "Resolution on Approval of the Composition of the Specialized Committees under the Tenth Session of the Board" was considered and passed.

It is approved that the Specialized Committees under the Tenth Session of the Board should be consisted of:

1. Strategy and Investment Committee under the Board

Chairman: Ma Mingzhe

Members: Yip Dicky Peter, Wong Oscar Sai Hung, Ge Ming and Yang Xiaoping

Secretary: Tan Sin Yin

2. Audit and Risk Management Committee under the Board

Chairman: Ge Ming

Members: Stephen Thomas Meldrum, Yip Dicky Peter, Sun Dongdong and Yang Xiaoping

Secretary: Ip So Lan

3. Nomination Committee under the Board

Chairman: Sun Dongdong

Members: Ma Mingzhe, Wong Oscar Sai Hung, Woo Ka Biu Jackson and Ren Huichuan

Secretary: Sun Jianyi

4. Remuneration Committee under the Board

Chairman: Yip Dicky Peter

Members: Woo Ka Biu Jackson, Sun Dongdong, Ge Ming and Soopakij Chearavanont

Secretary: Cai Fangfang

Voting result: 17 votes for, 0 vote against and 0 abstained vote

II. Each items under the “Resolutions on Election of the Chairman and Vice Chairman of the Tenth Session of the Board” was considered and passed.

It is approved that Mr. Ma Mingzhe be re-elected as the Chairman of the tenth session of the Board, and each of Mr. Fan Mingchun and Mr. Sun Jianyi be re-elected as the Vice Chairman of the tenth session of the Board.

Voting result: 16 votes for, 0 vote against and 0 abstained vote (with the relevant nominees withdrew from voting)

III. The “Resolution on Appointment of Mr. Ma Mingzhe as the CEO of the Company” was considered and passed.

It is approved that Mr. Ma Mingzhe be re-appointed as the CEO of the Company.

Voting result: 16 votes for, 0 votes against and 0 abstained votes (with the relevant nominee withdrew from voting)

IV. Each items under the “Resolutions on Appointments of the Senior Management of the Company” was considered and passed.

It is approved that Mr. Ren Huichuan be re-appointed as the President of the Company, Mr. Sun Jianyi be re-appointed as the Executive Vice President of the Company, Mr. Yao Jason Bo be re-appointed as the Senior Vice President, Chief Financial Officer and Chief Actuary of the Company, and Mr. Lee Yuansiong be re-appointed as the Senior Vice President and Chief Insurance Business Officer of the Company.

Voting result: 16 votes for, 0 vote against and 0 abstained vote (with the relevant nominees withdrew from voting)

It is approved that Ms. Ip So Lan be re-appointed as the Senior Vice President, Person-in-charge of Auditing and Compliance Officer, and Chief Internal Auditor of the Company, each of Ms. Tan Sin Yin, Mr. Chen Kexiang and Mr. Cao Shifan be re-appointed as the Senior Vice President of the Company, Mr. Yao Jun be re-appointed as Chief Legal Officer and Company Secretary of the Company, and Mr. Jin Shaoliang be re-appointed as the Secretary to the Board of the Company.

Voting result: 17 votes for, 0 vote against and 0 abstained vote

The Independent Non-executive Directors of the Company have expressed independent affirmative opinions on resolutions II, III and IV.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
July 10, 2015