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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 CBRC Approval on the Non-public Issuance of Preference Shares by Ping An Bank”, 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, September 1, 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
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.
REGARDING THE CBRC APPROVAL ON THE
NON-PUBLIC ISSUANCE OF PREFERENCE SHARES BY PING AN BANK**

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 disclosed that Ping An Asset Management Co., Ltd., a controlled subsidiary of the Company, agreed to subscribe for approximately 50%-60% new preference shares to be issued under the non-public issuance by Ping An Bank Co., Ltd. ("Ping An Bank"), which will be settled by the insurance funds managed by Ping An Asset Management Co., Ltd. The exact subscription ratio shall be subject to the approval from the relevant regulatory authorities.

On September 1, 2015, Ping An Bank received "The Approval on the Non-public Issuance of Preference Shares by Ping An Bank Co., Ltd. and the Amendment on its Articles of Association" issued by China Banking Regulatory Commission ("CBRC") (Yin Jian Fu [2015] No. 539). Accordingly, CBRC approved Ping An Bank to raise funds of not more than RMB20 billion through the non-public issuance of not more than 200 million preference shares by Ping An Bank, and the funds raised will be calculated as other Tier-1 capital of Ping An Bank.

Ping An Bank will process the submission procedures for the issuance of preference shares to China Securities Regulatory Commission according to the requirements of the relevant laws and regulations, and perform the relevant information disclosure obligation as required by the laws.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
September 1, 2015