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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)

VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON THURSDAY, DECEMBER 17, 2015

The Board is pleased to announce that the EGM was held at 2:00 p.m. on Thursday, December 17, 2015 at Ping An Hall, Ping An School of Financial Services, Guanlan, Shenzhen, Guangdong Province, PRC.

The resolutions as set out in the notice of EGM dated November 2, 2015 and the supplemental notice of EGM dated November 30, 2015 were duly passed.

The board of directors (the “**Board**”) of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”) is pleased to announce that the second extraordinary general meeting of the Company of 2015 (the “**EGM**”) was held at 2:00 p.m. on Thursday, December 17, 2015 at Ping An Hall, Ping An School of Financial Services, Guanlan, Shenzhen, Guangdong Province, PRC. The EGM adopted both onsite voting and A-share online voting.

The total number of shares of the Company (the “**Shares**”) entitling the holders to attend and vote on the resolutions proposed at the EGM was 18,280,241,410. To the best knowledge, information and belief of the directors of the Company (the “**Directors**”), there were no restrictions on any shareholder casting votes on any of the proposed resolutions at the EGM and no shareholder had a material interest in the matter considered at the EGM and was required to abstain from voting at the EGM.

The number and ratio of shareholders and authorized proxies present at the EGM are set out as follows:

| | |
|---|---------------|
| Number of shareholders and authorized proxies that attended the meeting | 90 |
| Of which : number of A shareholders | 79 |
| number of H shareholders | 11 |
| Total number of shares entitled to vote (shares) | 6,392,748,369 |
| Of which : total number of shares entitled to vote held by A shareholders | 1,757,052,324 |

| | |
|---|---------------|
| total number of shares entitled to vote held by H shareholders | 4,635,696,045 |
| Percentage to the total number of shares of the Company entitled to vote(%) | 34.970809 |
| Of which : percentage of shares entitled to vote held by A shareholders(%) | 9.611757 |
| percentage of shares entitled to vote held by H shareholders(%) | 25.359052 |

The holding of the EGM was in compliance with the requirements of the Company Law of the People's Republic of China, the Rules Governing the Shareholders' General Meetings of the Listed Companies and the provisions of the Articles of Association of Ping An Insurance (Group) Company of China, Ltd. (the "**Articles of Association**"). The EGM was chaired by Mr. Ma Mingzhe, Chairman of the Board and Chief Executive Officer of the Company. Some Directors, supervisors and the secretary to the Board attended the EGM. Some members of the senior management and director candidate of the Company also attended the EGM. In accordance with the Articles of Association, voting in respect of the resolutions was conducted by way of poll. Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, was appointed by the Company as the scrutineer for the vote-taking at the EGM whereas Allbright Law Offices was appointed as the witnessing lawyer at the EGM.

The resolutions as set out in the notice of EGM dated November 2, 2015 and the supplemental notice of EGM dated November 30, 2015 were duly passed. The poll results in respect of the resolutions proposed at the EGM were as follows:

| ORDINARY RESOLUTION | | Number of Shares (%) | | | |
|--|---|-------------------------------|----------------------------|---------------------------|-------------------------|
| | | For | Against | Abstain | Total Votes |
| 1. | To consider and approve the appointment of Mr. Liu Chong as a Non-executive Director of the Company to hold office until the expiry of the term of the 10th session of the Board. | 6,194,285,457 (96.895499%) | 171,020,064 (2.675220%) | 27,442,848 (0.429281%) | 6,392,748,369 (100%) |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |
| SPECIAL RESOLUTION | | Number of Shares (%) | | | |
| | | For | Against | Abstain | Total Votes |
| 2. | To consider and approve the proposed amendments to the Articles of Association. | 6,376,660,805 (99.748347%) | 7,600 (0.000119%) | 16,079,964 (0.251534%) | 6,392,748,369 (100%) |

| As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution. | | | | | |
|--|--|-------------------------------|----------------------------|---------------------------|-------------------------|
| ORDINARY RESOLUTION | | Number of Shares (%) | | | |
| | | For | Against | Abstain | Total Votes |
| 3. | To consider and approve the appointment of Mr. Xiong Peijin as a Non-executive Director of the Company to hold office until the expiry of the term of the 10th session of the Board. | 6,184,406,979 (96.740973%) | 178,639,082 (2.794402%) | 29,702,308 (0.464625%) | 6,392,748,369 (100%) |
| As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution. | | | | | |

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

At the EGM, the resolutions of the appointment of Mr. Liu Chong and Mr. Xiong Peijin as Non-executive Directors of the Company were duly approved by the shareholders of the Company. According to the relevant regulatory requirements in the PRC, the appointment qualifications of Mr. Liu Chong and Mr. Xiong Peijin are subject to the approval of the China Insurance Regulatory Commission (the “CIRC”). The biographical details of Mr. Liu Chong and Mr. Xiong Peijin were set out in the circular and the supplemental notice of EGM dated November 2, 2015 and November 30, 2015, respectively.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The resolution in relation to the amendments to the Articles of Association was approved by the shareholders at the EGM. The amendments to the Articles of Association will become effective upon the approval by the CIRC and other regulatory bodies.

By order of the Board
Ping An Insurance (Group)
Company of China, Ltd.
Yao Jun
Company Secretary

Shenzhen, PRC, December 17, 2015

As at the date of this notice, 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.