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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 Indicative Announcement of Ping An Insurance (Group) Company of China, Ltd. regarding the Listing for Transfer of Preference Shares under Ping An Bank's Non-public 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, March 23, 2016

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 Lin Lijun, Soopakij Chearavanont, Yang Xiaoping, Xiong Peijin and Liu Chong; the Independent Non-executive Directors are Woo Ka Bui Jackson, Stephen Thomas Meldrum, Yip Dicky Peter, Wong Oscar Sai Hung, Sun Dongdong and Ge Ming.

Stock Code: 601318

Stock Short Name: Ping An of China

Serial No.: Lin 2016-015

**THE INDICATIVE ANNOUNCEMENT OF
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.
REGARDING THE LISTING FOR TRANSFER OF PREFERENCE SHARES
UNDER PING AN BANK'S NON-PUBLIC ISSUANCE**

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.

On March 15, 2016, the Company published "The Progress Update Announcement regarding the Subscription of Preference Shares under Ping An Bank's Non-public Issuance" on the website of Shanghai Stock Exchange and certain designated newspapers in the PRC, which disclosed that Ping An Bank Co., Ltd. (a subsidiary of the Company) ("Ping An Bank") has determined to issue 200,000,000 preference shares with the issue price of RMB100 per share (which equals to the nominal value) and a coupon rate of 4.37%, under the non-public issuance of preference shares, which raised a total proceeds of RMB20 billion. Ping An Asset Management Co., Ltd. (a subsidiary of the Company) has subscribed for 116,000,000 preference shares issued under the non-public issuance by Ping An Bank at the abovementioned issue price.

The preference shares under Ping An Bank's non-public issuance will be listed for transfer on the Integrated Agreement Trading Platform of Shenzhen Stock Exchange on March 25, 2016. Please refer to "The Announcement on the Listing for Transfer of Preference Shares under the Non-public Issuance by Ping An Bank Co., Ltd." published by Ping An Bank today on the website of Shenzhen Stock Exchange (www.szse.cn) for the detailed information.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
March 23, 2016