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PING AN

Insurance · Banking · Investment

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)

(I) VOTING RESULTS OF THE ANNUAL GENERAL MEETING HELD ON WEDNESDAY, MAY 23, 2018

(II) CHANGE OF DIRECTORS AND SUPERVISORS AND

(III) PAYMENT OF 2017 FINAL DIVIDEND AND SPECIAL DIVIDEND

The Board is pleased to announce that the AGM was held at 2:00 p.m. on Wednesday, May 23, 2018 at Ping An Hall, Ping An School of Financial Management, Guanlan, Shenzhen, Guangdong Province, PRC.

All resolutions as set out in the notice of AGM dated April 4, 2018 and the supplemental notice of AGM dated April 30, 2018 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 annual general meeting of the Company for 2017 (the “**AGM**”) was held at 2:00 p.m. on Wednesday, May 23, 2018 at Ping An Hall, Ping An School of Financial Management, Guanlan, Shenzhen, Guangdong Province, PRC. The AGM 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 for or against the resolutions proposed at the AGM 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 resolution at the AGM, and there was no Share entitling the holders to attend and vote only against the resolutions proposed at the AGM. No shareholder had a material interest in the matter considered at the AGM and was required to abstain from voting at the AGM.

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

Number of shareholders and authorized proxies attended the meeting	1,428
Of which: number of A shareholders	1,406
number of H shareholders	22
Total number of shares entitled to vote	6,757,048,220 shares
Of which: total number of shares entitled to vote held by A shareholders	1,833,874,609 shares
total number of shares entitled to vote held by H shareholders	4,923,173,611 shares
Percentage to the total number of shares of the Company entitled to vote	36.963670%
Of which: percentage of shares entitled to vote held by A shareholders	10.032004%
percentage of shares entitled to vote held by H shareholders	26.931666%

The holding of the AGM 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 AGM was chaired by Mr. Ma Mingzhe, Chairman of the Board and Chief Executive Officer of the Company. Some Directors, supervisors (the “**Supervisors**”) and the secretary to the Board attended the AGM. Some members of the senior management of the Company and the supervisor candidate also attended the AGM. 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 (the “**H Share Registrar**”), was appointed by the Company as the scrutineer for the vote-taking at the AGM whereas Anjie Law Firm was appointed as the witnessing lawyer at the AGM.

All resolutions as set out in in the notice of AGM dated April 4, 2018 and the supplemental notice of AGM dated April 30, 2018 were duly passed. The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of Shares (%)			
		For	Against	Abstain	Total Votes
1.	To consider and approve the Report of the Board of Directors of the Company for the year 2017.	6,708,237,079 (99.277626%)	1,115,038 (0.016502%)	47,696,103 (0.705872%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
2.	To consider and approve the Report of the Supervisory Committee of the Company (the “ Supervisory Committee ”) for the year 2017.	6,706,897,279 (99.257798%)	1,115,038 (0.016502%)	49,035,903 (0.725700%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					

ORDINARY RESOLUTIONS		Number of Shares (%)			
		For	Against	Abstain	Total Votes
3.	To consider and approve the Annual Report of the Company for the year 2017 and its summary.	6,708,237,079 (99.277626%)	1,115,038 (0.016502%)	47,696,103 (0.705872%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
4.	To consider and approve the Report of Final Accounts of the Company for the year 2017 including the Audit Report and Audited Financial Statements of the Company for the year 2017.	6,706,887,979 (99.257660%)	1,115,038 (0.016502%)	49,045,203 (0.725838%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
5.	To consider and approve the Profit Distribution Plan of the Company for the year 2017 and the proposed distribution of final dividends.	6,690,125,961 (99.009593%)	195,788 (0.002898%)	66,726,471 (0.987509%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
6.	To consider and approve the Resolution regarding the Appointment of Auditors of the Company for the year 2018.	6,683,239,043 (98.907671%)	26,130,474 (0.386715%)	47,678,703 (0.705614%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.	To consider and approve the Resolution regarding the Election of Directors of the Company (the “ Directors ”) for the 11th Session of the Board.				
7.1	To consider and approve the re-election of Mr. Ma Mingzhe as an Executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,382,612,456 (94.458590%)	249,790,561 (3.696741%)	124,645,203 (1.844669%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.2	To consider and approve the re-election of Mr. Sun Jianyi as an Executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,654,714,645 (98.485528%)	52,526,972 (0.777366%)	49,806,603 (0.737106%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.3	To consider and approve the re-election of Mr. Ren Huichuan as an Executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,244,807,194 (92.419160%)	462,434,323 (6.843733%)	49,806,703 (0.737107%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.4	To consider and approve the re-election of Mr. Yao Jason Bo as an Executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,647,064,995 (98.372318%)	58,836,722 (0.870746%)	51,146,503 (0.756936%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					

ORDINARY RESOLUTIONS		Number of Shares (%)			
		For	Against	Abstain	Total Votes
7.5	To consider and approve the re-election of Mr. Lee Yuansiong as an Executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,654,648,445 (98.484549%)	51,186,372 (0.757525%)	51,213,403 (0.757926%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.6	To consider and approve the re-election of Ms. Cai Fangfang as an Executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,654,647,645 (98.484537%)	51,186,372 (0.757525%)	51,214,203 (0.757938%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.7	To consider and approve the re-election of Mr. Soopakij Chearavanont as a Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	4,894,670,826 (72.438003%)	1,740,896,737 (25.764161%)	121,480,657 (1.797836%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.8	To consider and approve the re-election of Mr. Yang Xiaoping as a Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,242,763,069 (92.388908%)	442,779,830 (6.552859%)	71,505,321 (1.058233%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.9	To consider and approve the election of Mr. Wang Yongjian as a Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,570,085,924 (97.233077%)	135,336,793 (2.002899%)	51,625,503 (0.764024%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.10	To consider and approve the re-election of Mr. Liu Chong as a Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,571,607,424 (97.255595%)	133,815,293 (1.980381%)	51,625,503 (0.764024%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.11	To consider and approve the re-election of Mr. Yip Dicky Peter as an Independent Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,684,508,360 (98.926456%)	20,914,357 (0.309520%)	51,625,503 (0.764024%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.12	To consider and approve the re-election of Mr. Wong Oscar Sai Hung as an Independent Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,690,454,842 (99.014461%)	14,967,875 (0.221515%)	51,625,503 (0.764024%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					

ORDINARY RESOLUTIONS		Number of Shares (%)			
		For	Against	Abstain	Total Votes
7.13	To consider and approve the re-election of Mr. Sun Dongdong as an Independent Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,386,052,283 (94.509497%)	319,378,234 (4.726594%)	51,617,703 (0.763909%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.14	To consider and approve the re-election of Mr. Ge Ming as an Independent Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,663,714,552 (98.618721%)	21,448,447 (0.317424%)	71,885,221 (1.063855%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
7.15	To consider and approve the re-election of Mr. Ouyang Hui as an Independent Non-executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	6,698,211,853 (99.129259%)	7,284,464 (0.107806%)	51,551,903 (0.762935%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
8.	To consider and approve the Resolution regarding the Election of Non-employee Representative Supervisors of the Company for the 9th Session of the Supervisory Committee.				
8.1	To consider and approve the re-election of Mr. Gu Liji as an Independent Supervisor of the Company to hold office until the expiry of the term of the 9th Session of the Supervisory Committee.	6,701,326,765 (99.175358%)	4,050,952 (0.059952%)	51,670,503 (0.764690%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
8.2	To consider and approve the re-election of Mr. Huang Baokui as an Independent Supervisor of the Company to hold office until the expiry of the term of the 9th Session of the Supervisory Committee.	6,698,490,223 (99.133379%)	6,895,194 (0.102044%)	51,662,803 (0.764577%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
8.3	To consider and approve the re-election of Ms. Zhang Wangjin as a Shareholder Representative Supervisor of the Company to hold office until the expiry of the term of the 9th Session of the Supervisory Committee.	6,682,219,990 (98.892590%)	23,162,027 (0.342783%)	51,666,203 (0.764627%)	6,757,048,220 (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 RESOLUTIONS		Number of Shares (%)			
		For	Against	Abstain	Total Votes
9.	To consider and approve the Resolution regarding the Proposed Grant of the General Mandate by the General Meeting to the Board to Issue H Shares, i.e. the grant of a general mandate to the Board to allot, issue and deal with additional H shares not exceeding 20% of the aggregate nominal amount of the H shares of the Company in issue, representing up to limit of 8.15% of the total number of shares of the Company in issue, at a discount (if any) of no more than 10% (rather than 20% as limited under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) to the Benchmark Price (as defined in the Materials for the Company's 2017 Annual General Meeting) and authorize the Board to make corresponding amendments to the Articles of Association of the Company as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of H shares.	4,992,568,812 (73.886831%)	1,694,316,837 (25.074808%)	70,162,571 (1.038361%)	6,757,048,220 (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.					
ADDITIONAL ORDINARY RESOLUTIONS		Number of Shares (%)			
		For	Against	Abstain	Total Votes
10.	To consider and approve the Resolution regarding the 30th Anniversary Special Dividend of the Company.	6,697,073,950 (99.112419%)	3,478,179 (0.051475%)	56,496,091 (0.836106%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
11.	To consider and approve the Resolution regarding the Shanghai Jahwa Equity Incentive Scheme.	5,361,410,371 (79.345451%)	1,375,583,505 (20.357758%)	20,054,344 (0.296791%)	6,757,048,220 (100%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					

CHANGE OF DIRECTORS AND SUPERVISORS

Re-election and election of Directors and Supervisors

The Company announces that Mr. Ma Mingzhe, Mr. Sun Jianyi, Mr. Ren Huichuan, Mr. Yao Jason Bo, Mr. Lee Yuansiong and Ms. Cai Fangfang are elected as Executive Directors of the 11th session of the Board, Mr. Soopakij Chearavanont, Mr. Yang Xiaoping, Mr. Wang Yongjian and Mr. Liu Chong are elected as Non-executive Directors of the 11th session of the Board, and Mr. Yip Dicky Peter, Mr. Wong Oscar Sai Hung, Mr. Sun Dongdong, Mr. Ge Ming and Mr. Ouyang Hui are elected as Independent Non-executive Directors of the 11th session of the Board, after approval by the shareholders at the AGM. Each of the Independent Non-executive Directors has met the independence requirements as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The appointment of Mr. Wang Yongjian shall become effective upon the approval of his qualification as Director from China Banking and Insurance Regulatory Commission (the “**CBIRC**”) is obtained. The biograph details of Mr. Wang Yongjian are set out as follows:

WANG Yongjian, aged 53, is a candidate for Non-executive Director of the Company. He is currently the Chairman of the Board and Secretary of Party Committee of Shenzhen Investment Holdings Co., Ltd., a Director of Guosen Securities Co., Ltd. and Guotai Junan Securities Co., Ltd., an Executive Director, General Manager and Legal Representative of Shenzhen Investment Holding Capital Co., Ltd., a Representative of Managing Partner of Shenzhen Investment Holdings Shenzhen Bay Equity Investment Fund Partnership. Mr. Wang served as the Deputy Chairman of the Board of Shenzhen Nanyou (Holdings) Co., Ltd. from August 2009 to October 2017, the Deputy Chairman of the Board of Shenzhen San Xing Media Shi Jie Co. Ltd. from December 2011 to October 2017; a Director of Shenzhen Textile (Holdings) Co., Ltd from January 2010 to June 2017; the Chairman of the Board of Shenzhen TopoScend Capital Co. Ltd. from December 2014 to December 2016; an Executive Director of Shenzhen Angel Investment Guidance Fund Management Co., Ltd. from November 2017 to March 2018. Mr. Wang also served as a Director, General Manager and Deputy Secretary of Party Committee of Shenzhen Investment Holdings Co., Ltd. from May 2016 to July 2017 and the Deputy General Manager of Shenzhen Investment Holdings Co., Ltd. from July 2009 to May 2016. Previously, Mr. Wang served as the Deputy General Manager of Shahe Industrial Co., Ltd., the Board Secretary of Shenzhen Shahe Industrial (Group) Co., Ltd., the Deputy General Manager of the administrative headquarters of the research institute of China Southern Securities Co., Ltd. and other positions. Mr. Wang obtained a master’s degree in system engineering at the management college of Shanghai Jiao Tong University.

The Company also announces that, Mr. Gu Liji and Mr. Huang Baokui are elected as Independent Supervisors of the 9th session of the Supervisory Committee; Ms. Zhang Wangjin is elected as a Shareholder Representative Supervisor, after approval by the shareholders at the AGM. In addition, the employee representatives’ meeting was held by the Company on March 19, 2018 and each of Mr. Pan Zhongwu and Mr. Wang Zhiliang was elected as Employee Representative Supervisor of the 9th session of the Supervisory Committee.

Ms. Lin Lijun and Mr. Xiong Peijin did not stand for re-election as Directors of the Company due to personal work arrangement, and Mr. Stephen Thomas Meldrum did not stand for re-election as Directors of the Company due to his terms of office as the Independent Non-executive Director will exceed 6 years. The term of office of the retiring Directors has expired upon the conclusion of the AGM. The retiring Directors confirm that there is no disagreement between them and the Company and there is no matter in relation to their retirements that need to be brought to the attention of the shareholders of the Company.

The Board and the Supervisory Committee would like to take this opportunity to thank all members of the 10th session of the Board and the 8th session of the Supervisory Committee, especially Ms. Lin Lijun, Mr. Xiong Peijin and Mr. Stephen Thomas Meldrum for their valuable contribution to the Company during the tenure of their services, and to welcome Mr. Wang Yongjian to join the Board upon the approval of his qualification from CBIRC is obtained.

The biographies and the emolument information of the re-elected and elected Directors and Supervisors have been set out in the appendices of the circular of the Company dated April 30, 2018.

According to the Articles of Association, the term of each session of the Board and Supervisory Committee is three years. Each Director and Supervisor will enter into a service contract with the Company.

Save as disclosed above and in the circular of the Company dated April 30, 2018, as at the date of this announcement, there are no other matters relating to the appointment of the above Directors and Supervisors that need to be brought to the attention of the Shareholders nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

New session of the Board, Supervisory Committee and senior management

On May 23, 2018, the first meeting of the 11th session of the Board approved the following matters:

- (1) The composition of the specialized committees under the 11th session of the Board:
 - (a) Strategy and Investment Committee

Chairman: Ma Mingzhe

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

The aforementioned appointment of Mr. Wang Yongjian shall become effective upon the approval of his qualification as Director from CBIRC is obtained.

2. Audit and Risk Management Committee

Chairman: Ge Ming

Members: Yip Dicky Peter, Sun Dongdong, Yang Xiaoping and Ouyang Hui

3. Nomination Committee

Chairman: Sun Dongdong

Members: Ma Mingzhe, Wong Oscar Sai Hung, Ouyang Hui and Ren Huichuan

4. Remuneration Committee

Chairman: Yip Dicky Peter

Members: Sun Dongdong, Ge Ming, Soopakij Chearavanont and Ouyang Hui

- (2) Mr. Ma Mingzhe was re-elected as the Chairman of the 11th session of the Board, and Mr. Sun Jianyi was re-elected as the Vice Chairman of the 11th session of the Board.
- (3) Mr. Ma Mingzhe was re-appointed as the CEO of the Company.
- (4) Mr. Ren Huichuan was re-appointed as the President of the Company, Mr. Sun Jianyi was re-appointed as the Vice President of the Company, Mr. Yao Jason Bo was re-appointed as the Vice President, Chief Actuary and Chief Financial Officer of the Company, and Mr. Lee Yuansiong was re-appointed as the Vice President of the Company.

Each of Ms. Tan Sin Yin, Mr. Cao Shifan, Mr. Chen Kexiang and Mr. Xie Yonglin was re-appointed as the Vice President of the Company, Ms. Ip So Lan was appointed as the Vice President, Compliance Officer and Person-in-charge of Auditing of the Company, Mr. Yao Jun was appointed as Company Secretary of the Company, and Mr. Sheng Ruisheng was appointed as the Secretary to the Board of the Company.

On May 23, 2018, the first meeting of the 9th session of the Supervisory Committee approved to elect Mr. Gu Liji as the Chairman of the 9th session of the Supervisory Committee.

PAYMENT OF 2017 FINAL DIVIDEND AND SPECIAL DIVIDEND

The Board announces that the Company will distribute (a) a final dividend (the “**Final Dividend**”) in cash of RMB1.00 per Share (equivalent to HK\$1.230957 per Share) (inclusive of applicable tax) for the year ended December 31, 2017; and (b) a 30th anniversary special dividend (the “**Special Dividend**”) in of RMB0.20 per Share (equivalent to HK\$0.246191 per Share) (inclusive of applicable tax) to the shareholders of the Company.

According to the Articles of Association, dividend will be denominated and declared in Renminbi. Dividend on A Shares will be paid in Renminbi and dividend on H Shares will be paid in Hong Kong dollars. The relevant exchange rate will be the average middle exchange rate of Renminbi to Hong Kong dollars as announced by the People’s Bank of China from May 16 to 22, 2018 (RMB0.812376 equivalent to HK\$1.00).

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to the Receiving Agent the Final Dividend and Special Dividend declared for payment to holders of H Shares. The Final Dividend and Special Dividend will be paid by the Receiving Agent and relevant cheques will be dispatched to the shareholders by ordinary post at their own risk.

As disclosed in the announcements of Company dated March 20, 2018 and April 26, 2018, the expect timetable for the distribution of the Final Dividend and Special Dividend as set out below is indicative only. The expected timetable is subject to change, and any such change will be announced in a separate announcement by the Company as and when appropriate.

Closure of the register of members

Record date of the A Shareholders for the Special Dividend and the Final Dividend Wednesday, June 6, 2018

Latest time for lodging transfers of the H Shares to qualify for the entitlement of the Special Dividend and Final Dividend 4:30 p.m. on Friday, June 8, 2018

Closure of register of the H Shareholders for the Special Dividend and Final Dividend Saturday, June 9, 2018 to Thursday, June 14, 2018 (both days inclusive)

Record date of H Shareholders for the Special Dividend and Final Dividend Thursday, June 14, 2018

During the above closure periods, no transfer of H Shares will be registered. To be eligible to qualify for the Special Dividend and Final Dividend, all properly completed transfer documents together with the relevant share certificates must be lodged for registration with the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than the aforementioned latest time.

Payment/distribution

Payment of the Special Dividend and Final Dividend for A Shares Thursday, June 7, 2018

Payment of the Special Dividend and Final Dividend for H Shares Friday, July 13, 2018

The Company will withhold the enterprise income tax as well as the individual income tax for shareholders on the Cash Dividend as required by law on the basis of the Company's register of members of H shares on Thursday, June 14, 2018. The Company assumes no liability and will not deal with any dispute over income tax withholding triggered by failure to submit proof materials within the stipulated time frame, and holders of H shares shall either personally or appoint a representative to attend to the procedures in accordance with the applicable tax regulations and relevant provisions of the PRC. The details arrangement for the enterprise income tax withholding of overseas non-resident enterprises and individual income tax withholding of overseas individual shareholders has been set out in pages 144 to 145 of the 2017 Annual Report dispatched on April 4, 2018.

All investors are requested to read the 2017 Annual Report carefully. Shareholders are recommended to consult their taxation advisors regarding their holding and disposing of H shares of the Company for the PRC, Hong Kong and other tax effects involved.

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

Shenzhen, PRC, May 23, 2018

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 Soopakij Chearavanont, Yang Xiaoping and Liu Chong; the Independent Non-executive Directors are Yip Dicky Peter, Wong Oscar Sai Hung, Sun Dongdong, Ge Ming and Ouyang Hui.