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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)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

The “Announcement of Approval by CSRC in relation to the Application in respect of the Private Issuing of Shares by SDB to Ping An Life”, which is published by Ping An Insurance (Group) Company of China, Ltd. on the website of Shanghai Stock Exchange, is reproduced herein for your reference.

By order of the Board

Yao Jun

Company Secretary

Shenzhen, PRC, June 28, 2010

As at the date of this announcement, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi, Cheung Chi Yan Louis, Wang Liping and Yao Jason Bo; the Non-executive Directors are Lin Lijun, Chen Hongbo, Wong Tung Shun Peter, Ng Sing Yip, Clive Bannister, Li Zhe and Guo Limin; the Independent Non-executive Directors are Chow Wing Kin Anthony, Zhang Hongyi, Chen Su, Xia Liping, Tang Yunwei, Lee Ka Sze Carmelo and Chung Yu-wo Danny.

Stock Short Name: Ping An Stock Code: 601318 Serial No.: Lin 2010-029

**PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.
ANNOUNCEMENT OF APPROVAL BY CSRC IN RELATION TO THE
APPLICATION IN RESPECT OF THE PRIVATE ISSUING OF SHARES BY SDB
TO PING AN LIFE**

Special Notice:

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.

The Company has been informed that Shenzhen Development Bank Co., Ltd. (“SDB”) has received the “Approval in Respect of the Private Issuing of Shares by Shenzhen Development Bank Co., Ltd”. (Zheng Jian Xu Ke [2010] No. 862) (the “Approval”) from China Securities Regulatory Committee (“CSRC”) on June 28, 2010, which approved its private issuing of not more than 379,580,000 new shares to Ping An Life Insurance Company of China Ltd. (“Ping An Life”), a subsidiary controlled by the Company. The Approval is valid for a period 6 months from the date of the issue of the Approval.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
June 28, 2010