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PING AN

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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 ANNUAL GENERAL MEETING HELD ON TUESDAY, JUNE 29, 2010

The board of directors (the “**Board of Directors**”) of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”) is pleased to announce that the annual general meeting of the Company for 2009 (the “**AGM**”) was held at 10:00 a.m. on Tuesday, June 29, 2010 at Ping An School of Financial Services, Guanlan, Shenzhen, PRC. The number of issued shares of the Company as at the date of the AGM was 7,644,142,092 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolution proposed at the AGM.

There were 81 shareholders and authorized proxies holding an aggregate of 4,449,332,095 shares (representing 58.2058% of the total voting shares of the Company) were present at the AGM. Among those present at the AGM, there were 73 A Shareholders and their proxies, holding an aggregate of 2,500,832,512 shares (representing 32.7157% of the total issued share capital of 7,644,142,092 shares of the Company), and there were 8 H Shareholders and their proxies, holding an aggregate of 1,948,499,583 shares (representing 25.4901% of the total issued share capital of 7,644,142,092 shares of the Company).

Number of shareholders and authorized proxies attended the meeting	81
Of which: number of A Shareholders	73
number of H Shareholders	8
Total number of voting shares held	4,449,332,095
Of which: total number of shares held by A Shareholders	2,500,832,512
total number of shares held by H Shareholders	1,948,499,583
Percentage of the total number of voting shares of the Company	58.2058%
Of which: percentage of shares held by A Shareholders	32.7157%
percentage of shares held by H Shareholders	25.4901%

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' Meetings of the Listed Companies and the provisions of the Articles of Association of the Company. The AGM was chaired by Mr. Ma Mingzhe, Chairman of the Board of Directors and Chief Executive Officer of the Company. Some directors, supervisors and the secretary to the Board of the Company attended the AGM. Some members of the senior management of the Company also attended the AGM. In accordance with the Articles of Association of the Company, voting in respect of the resolutions was conducted by way of poll. Computershare Hong Kong Investor Services Limited, the Company's H share registrar, was appointed by the Company as the scrutineer for the vote-taking at the AGM whereas King and Wood was appointed as the witnessing lawyer at the AGM.

To the best knowledge, information and belief of the directors of the Company, there were no restrictions on any shareholder casting votes on any of the proposed resolution at the AGM and no shares entitling the shareholders to attend and vote only against the resolutions at the AGM. No shareholder has a material interest in the matter considered at the AGM and is required to abstain from voting at the AGM.

All resolutions as set out in the notice of the AGM dated April 27, 2010 and the supplemental notice of AGM dated May 11, 2010 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 ended December 31, 2009	4,437,642,744 (99.74%)	369,000 (0.01%)	11,320,351 (0.25%)	4,449,332,095 (100%)
As more than 50% 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 for the year ended December 31, 2009	4,437,642,744 (99.74%)	369,000 (0.01%)	11,320,351 (0.25%)	4,449,332,095 (100%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
3.	To consider and approve the annual report of the Company and its summary for the year ended December 31, 2009	4,363,900,577 (98.08%)	449,500 (0.01%)	84,982,018 (1.91%)	4,449,332,095 (100%)
As more than 50% 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 the auditors and audited financial statements of the Company for the year ended December 31, 2009	4,363,890,577 (98.08%)	449,500 (0.01%)	84,992,018 (1.91%)	4,449,332,095 (100%)
As more than 50% 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 and the recommendation for the final dividend for the year ended December 31, 2009	4,436,385,320 (99.71%)	2,705,924 (0.06%)	10,240,851 (0.23%)	4,449,332,095 (100%)
As more than 50% 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 re-appointment of Ernst & Young Hua Ming as the PRC auditors and Ernst & Young as the international auditors of the Company to hold office until the conclusion of the next annual general meeting and to authorize the Board of Directors to fix their remuneration	4,437,578,544 (99.74%)	1,514,700 (0.03%)	10,238,851 (0.23%)	4,449,332,095 (100%)
As more than 50% 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 appointment of Mr. David Fried as a Non-executive Director of the Company	4,410,999,836 (99.14%)	25,958,908 (0.58%)	12,373,351 (0.28%)	4,449,332,095 (100%)
As more than 50% 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
8.	To consider and approve the proposed amendments to the Articles of Association of the Company, and to authorize the Board of Directors to make further amendments to the Articles of Association of the Company that it considers necessary, appropriate or expedient in accordance with the applicable laws and regulations, and the requirements of China Insurance Regulatory Commission and other relevant regulatory authorities	4,434,633,192 (99.67%)	7,776,700 (0.17%)	6,922,203 (0.16%)	4,449,332,095 (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.					
9.	To give a general mandate to the Board of Directors to issue, allot and deal with additional H shares not exceeding 20% of the H shares of the Company in issue and authorize the Board of Directors to make corresponding amendments to the Articles of Association as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of shares	4,168,857,232 (93.70%)	278,533,912 (6.26%)	1,940,951 (0.04%)	4,449,332,095 (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 RESOLUTION		Number of Shares (%)			
		For	Against	Abstain	Total Votes
10.	To consider and approve that, the holders of the 299,088,758 H shares of the Company which were newly issued on May 6, 2010 are entitled to receive the final dividend for the year ended 31, 2009, if any, as the other shareholders of the Company are entitled to	4,438,041,895 (99.75%)	653,300 (0.01%)	10,636,900 (0.24%)	4,449,332,095 (100%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.					
ADDITIONAL SPECIAL RESOLUTION		Number of Shares (%)			
		For	Against	Abstain	Total Votes
11.	To consider and approve the proposed further amendments to the Articles of Association of the Company as set out in Appendix I to the supplemental circular dispatched to shareholders of the Company on May 11, 2010; and to authorize the Chairman of the Board of Directors or a person authorized by him to make appropriate amendments to the Articles of Association whenever necessary in the process of submitting the same for approval, as required from time to time by the relevant regulatory authorities, administration of industry and commerce as well as the stock exchanges	4,433,765,305 (99.65%)	392,738 (0.01%)	15,174,052 (0.34%)	4,449,332,095 (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.					

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

At the AGM, the appointment of Mr. David Fried as a non-executive director of the Company was duly approved by the shareholders and such appointment shall take effect upon obtaining the approval of the China Insurance Regulatory Commission.

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

Shenzhen, PRC, June 29, 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.