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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 SECOND EXTRAORDINARY GENERAL MEETING OF  
2012 HELD ON THURSDAY, SEPTEMBER 20, 2012**

The Board of Directors of the Company is pleased to announce that the EGM was held at 10:00 a.m. on Thursday, September 20, 2012 at Ping An School of Financial Services, Guanlan, Shenzhen, Guangdong Province, PRC. The number of issued shares of the Company as at the date of the EGM was 7,916,142,092 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolution proposed at the EGM.

The resolution as set out in the Notice of the EGM dated August 2, 2012 was duly passed.

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 second extraordinary general meeting of 2012 of the Company (the “**EGM**”) was held at 10:00 a.m. on Thursday, September 20, 2012 at Ping An School of Financial Services, Guanlan, Shenzhen, Guangdong Province, PRC. The EGM adopted the onsite voting. The number of issued shares of the Company as at the date of the EGM was 7,916,142,092, which was the total number of shares entitling the holders to attend and vote for or against the resolution proposed at the EGM.

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 EGM and no shareholder has a material interest in the matter considered at the EGM and is required to abstain from voting at the EGM.

There were 49 shareholders and authorized proxies holding an aggregate of 4,312,224,476 shares (representing 54.4738% of the total voting shares of the Company) present at the EGM. Among those present at the EGM, 43 were A shareholders and proxies, holding an aggregate of 2,158,361,682 shares (representing approximately 27.2653% of the total share capital of 7,916,142,092 shares of the Company), and 6 were H shareholders and proxies, holding an aggregate of 2,153,862,794 shares (representing approximately 27.2085% of the total share capital of 7,916,142,092 shares of the Company).

Number of shareholders and authorized proxies attended the meeting	49
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Of which: number of A shareholders	43
: number of H shareholders	6
Total number of voting shares held	4,312,224,476 shares
Of which: total number of shares held by A shareholders	2,158,361,682 shares
: total number of shares held by H shareholders	2,153,862,794 shares
Percentage of the total number of voting shares of the Company	54.4738%
Of which: percentage of shares held by A shareholders	27.2653%
: percentage of shares held by H shareholders	27.2085%

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' Meetings of the Listed Companies and the provisions of the Articles of Association of the Company (the "**Articles of Association**"). The EGM 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 Directors attended the EGM. Some members of the senior management of the Company also attended the EGM. In accordance with the Articles of Association, voting in respect of the resolution 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 EGM whereas Deheng Law Firm Shenzhen Office was appointed as the witnessing lawyer at the EGM.

The resolution as set out in the notice of the EGM dated August 2, 2012 was duly passed. The poll results in respect of the resolution proposed at the EGM was as follows:

SPECIAL RESOLUTION		Number of Shares (%)			
		For	Against	Abstain	Total Votes
1.	To consider and approve "the resolution in relation to the amendment to the Articles of Association"	<b>4,303,225,278</b> <b>(99.7913%)</b>	<b>1,352,750</b> <b>(0.0314%)</b>	<b>7,646,448</b> <b>(0.1773%)</b>	<b>4,312,224,476</b> <b>(100%)</b>
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.					

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

Shenzhen, PRC, September 20, 2012

*As at the date of this announcement, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi, Ren Huichuan, Ku Man and Yao Jason Bo; the Non-executive Directors are Fan Mingchun, Lin Lijun, Wong Tung Shun Peter, Ng Sing Yip, Li Zhe, Guo Limin and Cheng Siu Hong; the Independent Non-executive Directors are Zhang Hongyi, Chen Su, Xia Liping, Tang Yunwei, Lee Carmelo Ka Sze, Woo Ka Biu Jackson and Stephen Thomas Meldrum.*