

# 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 RESULT OF 2005 FIRST EXTRAORDINARY GENERAL MEETING HELD ON AUGUST 11, 2005

The board of directors (the "Board") of Ping An Insurance (Group) Company of China, Ltd. (the "Company") is pleased to announce that the first extraordinary general meeting of the Company for the year 2005 (the "EGM") was held at 10:00 a.m. on Thursday, August 11, 2005 at 6th Floor, Ping An Building, Ba Gua No. 3 Road, Shenzhen, PRC. The number of issued shares of the Company as at the date of the EGM was 6,195,053,334 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolution proposed at the EGM. There were no restrictions on any shareholder casting votes on the proposed resolution at the EGM. The shareholders and authorized proxies holding an aggregate of 5,231,079,378 shares, representing 84.4396% of the total voting shares of the Company were present at the EGM. The holding of the EGM was in compliance with the requirements of the Company Law of the People's Republic of China and the provisions of the Articles of Association of the Company. The EGM was chaired by Mr. Ma Mingzhe, chairman of the board and chief executive officer of the Company.

The poll result in respect of the proposed resolution at the EGM is as follows:

Ordinary Resolution	Total number of votes	
	For	Against
To approve the transfer of a total of 613,929,279 H shares of the Company from The Goldman Sachs Group, Inc. and MSCP/PA Holding Limited to The Hongkong and Shanghai Banking Corporation Limited; and to authorize any director of the Company to do such other acts and things, which in their opinion may be necessary, desirable or expedient for the transfer.	5,231,079,378 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

Poll voting was demanded by the chairman of the EGM and 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.

As at the date of this notice, the executive directors of the Company are Ma Mingzhe, Sun Jianyi, the non-executive directors of the Company are Huang Jianping, Liu Haifeng David, Henry Cornell, Lin Yu Fen, Cheung Lee Wah, Anthony Philip Hope, Lin Lijun, Fan Gang, Dou Wenwei, Shi Yuxin, Hu Aimin, Chen Hongbo, and the independent non-executive directors are Bao Youde, Kwong Che Keung Gordon, Cheung Wing Yui and Chow Wing Kin, Anthony.

By order of the Board of Directors  
**Ping An Insurance (Group) Company of China, Ltd.**  
**Yao Jun      Natalia Seng**  
*Joint Company Secretaries*

Shenzhen, PRC, August 11, 2005

“Please also refer to the published version of this announcement in the South China Morning Post”