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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)

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 regarding the Change of the Articles of Association of Ping An Insurance (Group) Company of China, Ltd. ”, which is published by Ping An Insurance (Group) Company of China, Ltd. on the website of Shanghai Stock Exchange and certain designated newspapers in the PRC, is reproduced herein for your reference.

By Order of the Board
Yao Jun
Company Secretary

Shenzhen, PRC, November 22, 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.

**THE ANNOUNCEMENT REGARDING THE CHANGE OF
THE ARTICLES OF ASSOCIATION OF
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.**

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 "resolution in relation to the amendment to the Articles of Association of the Company" was considered and approved at the second extraordinary general meeting of 2012 of the Company held on September 20, 2012, please refer to "Meeting materials of the second extraordinary general meeting of 2012" published by the Company on August 1, 2012 for details regarding the amendment to the Articles of Association of the Company.

The application for amendment to the Articles of Association of the Company has been approved by China Insurance Regulatory Commission, and the filing formalities at State Administration for Industry & Commerce has been completed recently.

Please refer to the full text of the Articles of Association of the Company published on the websites of Shanghai Stock Exchange (www.sse.com.cn) and the Company (www.pingan.com).

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
November 22, 2012