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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)

## ANNOUNCEMENT

Ping An Insurance (Group) Company of China, Ltd. (the “Company”) published an announcement on November 19, 2012, which mentioned the relevant statement published on the website of The Stock Exchange of Hong Kong Limited by HSBC Holdings plc (the “HSBC”) at noon, November 19, 2012, which states “HSBC notes the recent press speculation about a possible sale of its 15.57% shareholding in the Company. HSBC has from time to time received approaches regarding its shareholding and confirms that it is in discussions which may or may not lead to the sale of the shares. A further announcement will be made if or when appropriate”.

The Company received the notice from HSBC on the morning of December 5, 2012 and noted the announcement published on the website of The Stock Exchange of Hong Kong Limited by HSBC at the same date, which stated that its indirect wholly-owned subsidiaries, HSBC Insurance Holdings Limited and The Hongkong and Shanghai Banking Corporation Limited have agreed to sell their entire shareholdings (the “Shares”) in the Company, representing 15.57% of the issued share capital of the Company. The Shares will be sold to All Gain Trading Limited, Bloom Fortune Group Limited, Business Fortune Holdings Limited and Easy Boom Developments Limited, indirect wholly-owned subsidiaries of Charoen Pokphand Group Company Limited (the “CP Group”). The aggregate purchase price for the Shares is HK\$72,736 million (approximately US\$9,385 million), equivalent to HK\$59.00 per share, payable in cash. Please refer to the announcement published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) by HSBC for details.

The Company will further pay close attention to the progress of the above matter and keep close contact with the relevant shareholders, and fulfill the information disclosure obligations in strict compliance with the requirements of relevant listing rules.

By order of the  
Board  
**Yao Jun**  
Company Secretary

Shenzhen, PRC, December 5, 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.*