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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)**

**UPDATES ON DISCLOSEABLE TRANSACTION  
IN RELATION TO THE FOUNDER GROUP RESTRUCTURING**

Reference is made to the announcements of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”) dated January 29, 2021, April 30, 2021 and July 5, 2021 (the “**Announcements**”) in relation to the participation of the consortium formed by Zhuhai Huafa Group Co., Ltd.\* (珠海華發集團有限公司) (representing the state-owned enterprises of Zhuhai Municipality), the Company and Shenzhen SDG Co., Ltd.\* (深圳市特發集團有限公司) in the Founder Group Restructuring, and the participation of Ping An Life Insurance Company of China, Ltd. (a non-wholly-owned subsidiary of the Company, “**Ping An Life**”) in the Founder Group Restructuring on behalf of the Company and the entering of the restructuring investment agreement of the Founder Group Restructuring (“**Restructuring Investment Agreement**”). On May 28, 2021, *The Restructuring Plan (Draft) of Five Companies including Peking University Founder Group Company Limited\** (《北大方正集團有限公司等五家公司重整計劃(草案)》), which was formulated on the basis of the Restructuring Investment Agreement in accordance with relevant laws and regulations, was resolved and approved at the creditors’ meeting held by the Restructuring Entities, and was approved by the civil order ((2020) JING 01 PO 5<sup>th</sup> of No.13) ((2020)京01破13號之五) of the Court in accordance with the laws on June 28, 2021 and has come into effect. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

In accordance with the terms of the Restructuring Investment Agreement and the selection of the debt repayment plan by the creditors of the Restructuring Entities, Ping An Life shall pay a consideration of approximately RMB48.2 billion to acquire approximately 66.51% equity interest in New Founder Holding Development Company Limited\* (新方正控股發展有限責任公司) (“**New Founder Group**”).

On January 30, 2022, Ping An Life received the *Approval in relation to Ping An Life Insurance Company of China, Ltd. Equity Investment in New Founder Group from the CBIRC\** (《中國銀保監會關於中國平安人壽保險股份有限公司股權投資新方正集團的批復》) (Yin Bao Jian

Fu [2022] No.81), pursuant to which, the CBIRC approved Ping An Life's investment in New Founder Group.

Ping An Life has fulfilled the fundamental condition for participating in the Founder Group Restructuring, and will promptly carry forward the relevant subsequent work as agreed under the Restructuring Investment Agreement and the restructuring plan of the Founder Group Restructuring with the relevant parties.

The Company will make further announcement(s) in relation to the developments of the Founder Group Restructuring as and when appropriate pursuant to the regulatory requirements.

**Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.**

By order of the Board  
**Sheng Ruisheng**  
*Joint Company Secretary*

Shenzhen, the PRC, January 31, 2022

*As at the date of this announcement, the executive directors of the Company are Ma Mingzhe, Xie Yonglin, Tan Sin Yin, Yao Jason Bo and Cai Fangfang; the non-executive directors of the Company are Soopakij Chearavanont, Yang Xiaoping and Huang Wei; the independent non-executive directors of the Company are Ouyang Hui, Ng Sing Yip, Chu Yiyun, Liu Hong, Ng Kong Ping Albert and Jin Li.*

*\* For identification purposes only*