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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 “Result Announcement of Ping An Insurance (Group) Company of China, Ltd. in respect of the Review of the Shenzhen Development Bank's Major Asset Restructuring by the Merger & Acquisition Committee of China Securities Regulatory Commission”, 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, 12 May 2011

As at the date of this announcement, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi, Cheung Chi Yan Louis, Wang Liping and Yao Jason Bo; the Non-executive Directors are Lin Lijun, Chen Hongbo, Wong Tung Shun Peter, Ng Sing Yip, Li Zhe, Guo Limin and David Fried; the Independent Non-executive Directors are Chow Wing Kin Anthony, Zhang Hongyi, Chen Su, Xia Liping, Tang Yunwei, Lee Ka Sze Carmelo and Chung Yu-wo Danny.

Stock Short Name: China Ping An Stock Code: 601318 Serial No.: Lin 2011-018

**PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.
RESULT ANNOUNCEMENT IN RESPECT OF THE REVIEW OF THE
SHENZHEN DEVELOPMENT BANK'S MAJOR ASSET RESTRUCTURING
BY THE MERGER & ACQUISITION COMMITTEE OF CHINA
SECURITIES REGULATORY COMMISSION**

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 Company was informed that Shenzhen Development Bank Co., Ltd's major asset restructuring matter of issuance of shares for acquisition of assets and connected transaction has been reviewed and approved with conditions by the 12th meeting of year 2011 of the Listed Company Merger & Acquisition Committee of China Securities Regulatory Commission on 12 May 2011.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
12 May 2011