

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that the qualification of Mr. Woo Ka Biu, Jackson as a Director of the Company was approved by the China Insurance Regulatory Commission. Accordingly, the appointment of Mr. Woo Ka Biu, Jackson as an Independent Non-executive Director of the 8th Session of the Board, which was approved by the shareholders of the Company at the annual general meeting held on June 16, 2011, became effective from July 22, 2011 and the retirement of Mr. Chow Wing Kin Anthony became effective on the same date.

Reference is made to the circular of the Company dated April 7, 2011 (the "Circular"). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise defined.

As disclosed in the Circular, the appointment of Mr. Woo Ka Biu, Jackson as the Independent Non-executive Director of the Company shall only become effective upon the approval from the Shareholders in a general meeting and the approval from the China Insurance Regulatory Commission are being obtained. The said appointment has been approved by the shareholders of the Company at the annual general meeting held on June 16, 2011.

The Company has recently received the approval regarding the qualification of Mr. Woo Ka Biu, Jackson as a Director of the Company from the China Insurance Regulatory Commission (the "Approval"). Accordingly, the appointment of Mr. Woo Ka Biu, Jackson as an Independent Non-executive Director of the 8th Session of the Board became effective from July 22, 2011 (being the date of issue of the Approval). Mr. Chow Wing Kin Anthony shall retire as an Independent Non-executive Director of the Company on the same date. Mr. Chow Wing Kin Anthony has confirmed that he has no disagreement with the Board and there is no other matter that should be brought to the Shareholders' attention in relation to his retirement.

For details of the biographies of Mr. Woo Ka Biu, Jackson, please refer to Appendix I (pages 6 to 7) to the Circular.

Save as disclosed in the Circular, Mr. Woo Ka Biu, Jackson has not held any other directorships in the last three years in listed public companies, the securities of which are listed on any securities market in Hong Kong or overseas, nor did he have any other major appointments and professional qualifications.

Mr. Woo Ka Biu, Jackson will hold office until the expiry of the term of the 8th Session of the Board, during which Mr. Woo will receive a director's fee of RMB300,000 per year.

As at the date of this announcement, Mr. Woo Ka Biu, Jackson does not have any interests in the Shares of the Company (within the meaning of Part XV of the SFO).

Save as disclosed in the Circular, Mr. Woo Ka Biu, Jackson does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Woo Ka Biu, Jackson confirms that there is no other matter relating to his appointment that needs to be brought to the attention of the shareholders of the Company, nor is there any other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its appreciation to Mr. Chow Wing Kin Anthony for his contributions towards the Company during his tenure of office as an Independent Non-executive Director and welcome Mr. Woo Ka Biu, Jackson to the Board.

By order of the Board
Yao Jun
Company Secretary

Shenzhen, PRC, August 1, 2011

As at the date of this announcement, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi, 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, David Fried and Cheung Chi Yan Louis; the Independent Non-executive Directors are Zhang Hongyi, Chen Su, Xia Liping, Tang Yunwei, Lee Ka Sze Carmelo, Chung Yu-Wo Danny and Woo Ka Biu Jackson.