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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 of Ping An Insurance (Group) Company of China, Ltd. on Further Progress regarding Shenzhen Development Bank Absorbing and Merging Ping An Bank", 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, June 14, 2012

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 Fan Mingchun, Lin Lijun, Wong Tung Shun Peter, Ng Sing Yip, Li Zhe, Guo Limin and Cheung Chi Yan Louis; the Independent Non-executive Directors are Zhang Hongyi, Chen Su, Xia Liping, Tang Yunwei, Lee Carmelo Ka Sze, Chung Yu-wo Danny and Woo Ka Biu Jackson.

**THE ANNOUNCEMENT OF
PING AN INSURANCE (GROUP) COMPANY OF CHINA, LTD.
ON FURTHER PROGRESS
REGARDING SHENZHEN DEVELOPMENT BANK
ABSORBING AND MERGING PING AN BANK**

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 2012 first extraordinary general meeting (the "EGM") of Shenzhen Development Bank Co., Ltd. (the "Shenzhen Development Bank" or "SDB"), the subsidiary of the Company, was held on February 9, 2012. The resolution in relation to the plan for SDB to absorb and merge Ping An Bank Co., Ltd. (the "Ping An Bank" or "PAB") and the resolution in relation to the absorption and merger agreement signed between SDB and PAB have been passed at the EGM. China Banking Regulatory Commission (the "CBRC") approved such absorption and merger on April 24, 2012 by issuing "The Approval from CBRC regarding SDB Absorbing and Merging PAB" (Yin Jian Fu [2012] No. 192).

On June 13, 2012, PAB received the "Company Deregistration Notice" from Market Supervision Administration of Shenzhen Municipality, which approved that PAB was deregistered on June 12, 2012. After the deregistration of PAB, its branches/outlets shall become the branches/outlets of SDB, its total assets, liabilities, licenses, permissions, businesses and employees shall be legally carried on by SDB, and all the rights and obligations attached to its assets shall be legally enjoyed and assumed by SDB. At the current stage, all businesses conducted by SDB's branches/outlets in the name of SDB or PAB shall belong to the businesses of SDB (i.e. the bank after the merger), and other relevant rights and obligations of customers and other contracted parties shall not be affected.

The resolution in relation to the name of SDB be changed to "Ping An Bank Co., Ltd." has been considered and passed at the EGM, and the name change registration formalities of SDB and its branches/outlets are still in the process. SDB shall publish the announcement immediately after the completion of such name change registration formalities.

Please also refer to "The Announcement on Further Progress regarding Shenzhen Development Bank Absorbing and Merging Ping An Bank" published by SDB on the website of Shenzhen Stock Exchange (www.szse.cn) at the same date for detailed information.

The Board of Directors
Ping An Insurance (Group) Company of China, Ltd.
June 14, 2012