

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Ping An Insurance (Group) Company of China, Limited
Date Submitted	1 April 2014

I. Movements in Authorised Share Capital

Not applicable as the Company was incorporated in the People's Republic of China.

(1) Stock code : <u>2318</u> Descri	ption : <u>H Shares</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A		N/A
(2) Stock code : 601318 Descri	ption : <u>A Shares</u>		
(2) Stock code : <u>601318</u> Descri	ption : <u>A Shares</u> No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
(2) Stock code : <u>601318</u> Descri Balance at close of preceding month	No. of ordinary	(State	capital
.,	No. of ordinary shares	(State	capital (State currency)

2. Preference Shares

Stock code : <u>N/A</u> Descr	iption : <u>N/A</u>		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A		N/A

3. Other Classes of Shares

Stock code : <u>N/A</u> Descri	ption : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A		N/A

II. Movements in Issued Share Capital

No. of ordinary shares							
	(1) H Shares	(2) A Shares	No. of preference shares	No. of other classes of shares			
Balance at close of preceding month	3,129,732,456	4,786,409,636	N/A	N/A			
Increase/ (decrease) during the month	Nil	Nil	N/A	N/A			
Balance at close of the month	3,129,732,456	4,786,409,636	N/A	N/A			

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option S	Schemes of the Is	suer)			
Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date	Movement during the month				thereto	as at close of the month
(dd/mm/yyyy) and						
class of shares issuable	Crowtod	Evenciand	Concelled	Langad		
1. N/A	Granted	Exercised	Cancelled	Lapsed		
1. IN/A						
shares (Note 1)		·				
(Note 1)						
2. N/A						
<u>2. N/A</u>						
shares						
(Note 1)						
(10000 1)						
3. N/A						
<u></u>						
shares						
$\frac{1}{(Note 1)}$			<u> </u>			
(11000 1)		Tot	al A. (Ordin	ary shares)	N/A	
		100		nce shares)	N/A	
				Other class)	N/A	
Total funds raised duri	ng the month	from exercise of	(0			
options (State currency		nom exercise of		N/A		
L (, ,					

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	during the	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A		monu	monui		
	-				
					. <u> </u>
(/ /) Stock code (if listed) Class of shares issuable (Note 1)		-			
Subscription price		_			
EGM approval date		_			
(if applicable) (dd/mm/yyyy)					
2. N/A		_			
	-				
(/ /) Stock code (if listed)					
Class of shares		_			
issuable (Note 1)		_			
Subscription price EGM approval date		-			
(if applicable)					
(dd/mm/yyyy)	(/ /)	-			
<u>3. N/A</u>	-				
	-				
(/ /)					<u> </u>
Stock code (if listed)		_			
Class of shares issuable (Note 1)					
Subscription price		_			
EGM approval date		-			
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A		_			
	-				
(/ /) Stock code (if listed)					
Class of shares		-			
issuable (Note 1)		_			
Subscription price EGM approval date		_			
(if applicable)					
(dd/mm/yyyy)	(/ /)	-			
	Tota	al B. (Ordi	nary shares)	N/A	
	100		ence shares)	N/A	-

(Other class)

N/A

Warrants to Issue	e Shares	of the	Issuer	which	are to	be	Listed
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Convertibles (i.e. Convertible into Shares	s of the Issuer which are to be Listed)
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Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. A Share Convertible Corporate Bonds (including subordinated terms) (the "Ping An Convertible Bonds")						
(Term of Ping An Convertible Bonds: from 22 November 2013 to 22 November 2019)	_					
(Conversion period of Ping An Convertible Bonds: from 23 May 2014 to 22 November 2019)	RMB	NIL	NIL	RMB26,000, 000,000	NIL	Conversion period shal commence on 23 May 2014
Stock code (if listed)	113005					
Class of shares issuable (Note 1)	A Shares					
F	RMB41.33, subject	ct to				
Subscription price	adjustment	<u></u>				
(if applicable)	08/02/2012					
(dd/mm/yyyy))	05/02/2013					
2. N/A	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A	_					
	_					
Stock code (if listed) Class of shares issuable (Note 1)						

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Subscription price	outstanding	month	monui	monu		
EGM approval date						
(if applicable) (dd/mm/yyyy)						
(Total C. (Ordin	nary shares)	N/A	_
			· ·	ence shares)	N/A	
			(0	Other class)	N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Ful if a	ll particulars including EGM approval date (dd/mm/yyyy), pplicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	N/A		
	shares (Note 1)		
2.	N/A		
	shares (Note 1)		
2	NT/4		
3.	N/A		
	(/ /)		
	shares (Note 1)		
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A N/A	
	(Other class)	N/A	

	Type of Issue	Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable				
1.	Rights issue	At price : State	(Note 1) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		currency	EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable				
2.	Open offer	At price : State	(Note 1) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable				
			(Note 1)	(/ /)		
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

	Turce Change				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue					montui
		Class of shares issuable (Note 1)				
5.	Scrip dividend At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Class of shares repurchased (Note 1)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Class of shares redeemed (Note 1)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /	,		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		,			N/A	N/A

	Type of Issue					No. of new hares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuabl (Note 1)	le			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	N/A
			Class of shares issuabl (Note 1)	le	_		
10.	Other (Please specify)	At price : State	 Issue and allotment date : (dd/mm/yyyy) 	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Total E. (1	(Ordinary s Preference s (Other	hares)	N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) (2)	Nil Nil
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A
(These figures should be the same as the relevant figures under II above ("Movements in Issu	ied Sh	are Capital").)

Remarks (if any):

Submitted by: Yao Jun
Title:Company Secretary(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.