

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>30/11/2016</u>

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Ping An Insurance (Group) Company of China, Ltd. |
|----------------|--|
| Date Submitted | 1 December 2016 |

I. Movements in Authorised Share Capital

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

| 1. Ordinary Shares | | | |
|--|---------------------------|----------------------------------|---|
| (1) Stock code : <u>2318</u> Descrip | otion : <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 : <u>601318</u> Descrip | ption : <u>A 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. Preference Shares

| Stock code : $\underline{N/A}$ | Descr | iption : <u>N/A</u> | | |
|--------------------------------|---------------|--------------------------|----------------------------------|---|
| | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of pre | eceding 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 ordi (1) H Shares | inary shares (2) A Shares | No. of preference shares | No. of other classes of shares |
|--|--------------------------------|---------------------------------|--------------------------|-----------------------------------|
| Balance at close of preceding month | 7,447,576,912 | 10,832,664,498 | N/A | N/A |
| Increase/ (decrease) during the month | Nil | Nil | N/A | N/A |
| Balance at close of the month | 7,447,576,912 | 10,832,664,498 | N/A | N/A |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto approval date thereto as at close of the month Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. N/A /) (/ shares (Note 1) 2. N/A (/ /) shares (Note 1) 3. N/A) shares (Note 1) Total A. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) N/A

| Warrants to Issue Shares of the Iss | uer which are to be Listed |
|-------------------------------------|----------------------------|
|-------------------------------------|----------------------------|

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value preceding month | Exercised during the month | 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 |
|--|---|----------------------------------|---|--|--|
| <u>1. N/A</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) 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 (<i>Note 1</i>) | | | | | |
| Subscription price | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| | Tota | 1 B. (Ordin | ary shares) | N/A | _ |
| | | (Prefere | nce shares) | N/A | - |
| | | (0 | Other class) | N/A | |

| Convertibles (i.e. Convertible i | | 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. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) | | | | | | |
| <u>2. N/A</u> | | | | | | |
| 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> | (/ / / _) | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | Total C. (Ordin | nary shares) | N/A | |
| | | | (Prefere | ence shares) | N/A | - |
| | | | () | Other class) | N/A | - |

| than under share option schemes) | | |
|---|---|--|
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, 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 | | |
| | _ | |
| | 1 | |
| | - | |
| shares (Note 1) | - | |
| shares (Note 1) | | |
| | | |
| 2. <u>N/A</u> | _ | |
| | _ | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| 3. N/A | | |
| | | |
| | 1 | |
| | - | |
| shares (Note 1) | - | |
| silates (Note 1) | | |
| | | |
| Total D. (Ordinary shares) | | |
| (Preference shares) | N/A | |
| (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)

Other Movements in Issued Share Capital

| | 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 (<i>Note 1</i>) | | | | |
| 1. | Rights issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 2. | Open offer | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 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 (<i>Note 1</i>) | Ordinary Shares | y H s | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (// |) | | |
| | | | AGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | | |

| | rrip dividend At price : State currency ——— | Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
|-------|--|---|-------|---|-----|-----|
| 5. So | crip dividend At price : State currency ——— | (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| 5. So | crip dividend At price : State currency | date : (dd/mm/yyyy) | (/ / |) | | |
| | | ECM approval data | | | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | Class of shares | | | | |
| 6. Re | epurchase of | repurchased (<i>Note 1</i>) Cancellation date : | (/ / |) | | |
| sh | ares | (dd/mm/yyyy) | | | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | Class of shares redeemed (<i>Note 1</i>) | | | | |
| | edemption of ares | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | |
| | | Class of shares issuable (Note 1) | (/ / | | | |
| 8. C | onsideration 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 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 issuabl (<i>Note 1</i>) | 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 (<i>Note 1</i>) | 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 |
| | | | | (Ordinary share Preference share | | |
| | | | 、 | (Other class | | - - |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | N/A |
|--|-----|-----|
| | (2) | N/A |
| 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 Issued Share Capital").) | | |

Remarks (if any):

| Submitted by: Yao Jun |
|--|
| 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.