



Finance • Technology

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)

Form of Proxy for the Annual General Meeting to be held on Friday, April 29, 2022

I/We^(Note 1) _____
of _____
being the registered holder(s) of^(Note 2) _____ A shares/H shares of RMB1.00 each
in the share capital of Ping An Insurance (Group) Company of China, Ltd. (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**^(Note 3)
or _____
of _____
as my/our proxy to attend and act for me/us at the Annual General Meeting of the Company to be held at 2:00 p.m. on Friday, April 29, 2022 at Ping An Hall, Ping An School of Financial Management (which will be renamed "Ping An (Shenzhen) Financial Education and Training Center"), No. 402, Sili Road, Guanlan, Shenzhen, Guangdong Province, the PRC (the "Meeting") (and any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below^(Note 4).

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)	Abstention ^(Note 4)
1.	To consider and approve the Report of the Board of Directors (the "Director(s)") of the Company (the "Board") for the Year 2021			
2.	To consider and approve the Report of the Supervisory Committee of the Company (the "Supervisory Committee") for the Year 2021			
3.	To consider and approve the Annual Report of the Company for the Year 2021 and its summary			
4.	To consider and approve the Report of Final Accounts of the Company for the Year 2021 including the audit report and audited financial statements of the Company for the year 2021			
5.	To consider and approve the Profit Distribution Plan of the Company for the Year 2021 and the proposed declaration and distribution of final dividends			
6.	To consider and approve the Resolution regarding the Appointment of Auditors of the Company for the Year 2022, re-appointing Ernst & Young Hua Ming LLP as the PRC auditor of the Company for the year 2022 and Ernst & Young as the international auditor of the Company for the year 2022 to hold office until the conclusion of the next annual general meeting of the Company and to fix their remuneration			
7.	To consider and approve the Resolution regarding the Election of Non-executive Directors of the 12 th session of the Board			
7.1	To consider and approve the Election of Mr. He Jianfeng as a non-executive Director of the 12 th session of the Board			
7.2	To consider and approve the Election of Ms. Cai Xun as a non-executive Director of the 12 th session of the Board			
8.	To consider and approve the Resolution regarding the Election of Non-employee Representative Supervisors (the "Supervisor(s)") of the 10 th session of the Supervisory Committee			
8.1	To consider and approve the Election of Ms. Zhu Xinrong as an independent Supervisor of the 10 th session of the Supervisory Committee			
8.2	To consider and approve the Election of Mr. Liew Fui Kiang as an independent Supervisor of the 10 th session of the Supervisory Committee			
8.3	To consider and approve the Election of Mr. Hung Ka Hai Clement as an independent Supervisor of the 10 th session of the Supervisory Committee			
9.	To consider and approve the Development Plan of the Company for the Years 2022 to 2024			
10.	To consider and approve the Management Policy for Remuneration of Directors and Supervisors of the Company			
SPECIAL RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)	Abstention ^(Note 4)
11.	To consider and approve the Resolution regarding the Issuance of Debt Financing Instruments			
12.	To consider and approve the Resolution regarding the Amendments to the Articles of Association of the Company			

Date: _____ Signature(s)^(Note 5): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s). Please also strike out the type of shares (A shares or H shares) to which the proxy does not relate.
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words "THE CHAIRMAN OF THE MEETING" and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the Meeting may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN IN A RESOLUTION, TICK IN THE BOX MARKED "ABSTENTION".** If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting. The shares abstained will be counted in the calculation of the required majority.
- This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If the form of proxy is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorization document must be notarised.
- In case of joint holders of any share, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such shares as if he is solely entitled thereto. However, if more than one of such joint holders are present at the Meeting, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).
- In order to be valid, the form of proxy together with the power of attorney or other authorization document (if any) must be deposited at the H share registrar of the Company for holders of H shares not less than 24 hours before the time fixed for holding the meeting or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the meeting if he so wishes. The H share registrar of the Company is Computershare Hong Kong Investor Services Limited at 17M, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- Shareholders or their proxies attending the Meeting shall produce their identity documents.
- You and your proxy's supply of personal data is on a voluntary basis. Your and your proxy's personal data will be disclosed or transferred to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, and/or other companies, and will be retained for such period as may be necessary for our verification and record purpose. You have made appropriate explanation to your proxy in respect of the use of personal data. You/your proxy have/has the right to request access to and/or correction of your/your proxy's personal data respectively. Any such request for access to and/or correction of your/your proxy's personal data should be made to the Company's H share registrar by post or by email.