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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)

**(I) VOTING RESULTS OF THE 2019 FIRST EXTRAORDINARY GENERAL MEETING
HELD ON TUESDAY, DECEMBER 10, 2019
AND
(II) CHANGE OF EXECUTIVE DIRECTORS**

The board of directors (the “**Board**”) of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”) is pleased to announce that the 2019 first extraordinary general meeting of the Company (the “**EGM**”) was held at 2:00 p.m. on Tuesday, December 10, 2019 at Ping An Hall, Ping An School of Financial Management, No. 402, Sili Road, Guanlan, Shenzhen, Guangdong Province, PRC. The EGM adopted both onsite voting and A-share online voting.

The total number of shares of the Company (the “**Shares**”) entitling the holders to attend and vote for or against the resolutions proposed at the EGM was 18,222,646,803 (A Shares in the Company's repurchased securities account are not entitled to vote at the EGM). To the best knowledge, information and belief of the directors of the Company (the “**Directors**”), there were no restrictions on any shareholder casting votes on any of the proposed resolution at the EGM, and there was no Share entitling the holders to attend and vote only against the resolutions proposed at the EGM. No shareholder had a material interest in the matter considered at the EGM and was required to abstain from voting at the EGM.

The number and ratio of shareholders and authorized proxies present at the EGM are set out as follows:

Number of shareholders and authorized proxies attended the meeting	547
Of which : number of A shareholders	532
number of H shareholders	15
Total number of shares entitled to vote	7,785,657,439
Of which : total number of shares entitled to vote held by A shareholders	2,330,155,240
total number of shares entitled to vote held by H shareholders	5,455,502,199
Percentage to the total number of shares of the Company entitled to vote	42.590562%

Of which : percentage of shares entitled to vote held by A shareholders	12.746852%
percentage of shares entitled to vote held by H shareholders	29.843710%

The holding of the EGM was in compliance with the requirements of the Company Law of the People's Republic of China, the Rules Governing the Shareholders' General Meetings of the Listed Companies and the provisions of the Articles of Association of Ping An Insurance (Group) Company of China, Ltd. (the "**Articles of Association**"). The EGM was chaired by Mr. Ma Mingzhe, chairman of the Board and chief executive officer of the Company. Certain Directors, the supervisors of the Company, one candidate for election as executive Director and the secretary to the Board attended the EGM. In accordance with the Articles of Association, voting in respect of the resolutions was conducted by way of poll. Computershare Hong Kong Investor Services Limited, the H share registrar of the Company (the "**H Share Registrar**"), was appointed by the Company as the scrutineer for the vote-taking at the EGM whereas Beijing Anjie (Shenzhen) Law Firm was appointed as the witnessing lawyer at the EGM.

All resolutions as set out in the notice of EGM dated October 25, 2019 were duly passed. The poll results in respect of the resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTIONS	FOR		AGAINST		ABSTAIN		
	SHARES	PERCENTAGE (%)	SHARES	PERCENTAGE (%)	SHARES	PERCENTAGE (%)	
1.	To consider and approve the Resolution regarding the Election of Directors of the Company.						
1.01	To consider and approve the election of Mr. Xie Yonglin as an executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	7,619,724,767	97.868739	150,759,187	1.936371	15,173,485	0.194890
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							
The appointment of Mr. Xie Yonglin shall become effective upon the approval of his qualification as Director from China Banking and Insurance Regulatory Commission being obtained.							
1.02	To consider and approve the election of Ms. Tan Sin Yin as an executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	7,620,585,365	97.879793	149,907,689	1.925434	15,164,385	0.194773

As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

The appointment of Ms. Tan Sin Yin shall become effective upon the approval of her qualification as Director from China Banking and Insurance Regulatory Commission being obtained.

SPECIAL RESOLUTION		FOR		AGAINST		ABSTAIN	
		SHARES	PERCENTAGE (%)	SHARES	PERCENTAGE (%)	SHARES	PERCENTAGE (%)
2.	To consider and approve the Resolution regarding the Proposed Amendments to the Articles of Association.	7,299,985,539	93.761967	468,365,515	6.015748	17,306,385	0.222285

As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.

CHANGE OF EXECUTIVE DIRECTORS

The biographies and the emolument information of Mr. Xie Yonglin and Ms. Tan Sin Yin have been set out in the announcement of the Company dated October 24, 2019 and the circular of the Company dated November 15, 2019.

Save as disclosed above, as at the date of this announcement, there are no other matters relating to the appointments of Mr. Xie Yonglin and Ms. Tan Sin Yin that need to be brought to the attention of the shareholders of the Company nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

By order of the Board
Sheng Ruisheng
Joint Company Secretary

Shenzhen, PRC, December 10, 2019

As at the date of this announcement, the executive Directors are Ma Mingzhe, Lee Yuansiong, Ren Huichuan, Yao Jason Bo and Cai Fangfang; the non-executive Directors are Soopakij Chearavanont, Yang Xiaoping, Liu Chong and Wang Yongjian; the independent non-executive Directors are Ge Ming, Ouyang Hui, Ng Sing Yip, Chu Yiyun and Liu Hong.