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PING AN SECURITIES GROUP (HOLDINGS) LIMITED

平安證券集團(控股)有限公司

(Carrying on business in Hong Kong as PAN Securities Group Limited)

(Incorporated in Bermuda with limited liability)

(Stock Code: 231)

PROFIT WARNING

This announcement is made by Ping An Securities Group (Holdings) Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of Securities and Future Ordinance (Chapter 571, Laws of Hong Kong) (“**SFO**”).

Based on the preliminary review of the unaudited consolidated management accounts of the Group for the year ended 31 December 2017 (“**FY 2017**”), the board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that the loss of the Group for FY 2017 is expected to increase substantially as compared to the loss for the year in 2016 (“**FY 2016**”). Based on the information currently available, the Board considers that the substantial increase in loss was mainly attributable to (i) recognition of agency fee as distribution costs for pre-leasing of investment properties under development launched by a PRC subsidiary in FY2017 but without recognition of corresponding rental income from pre-leasing as the investment properties are still under development in FY2017; and (ii) significant decrease in fair value gain on derivative financial liabilities and contingent consideration in FY2017 as compared to a total gain of approximately HK\$208 million in FY2016.

The Company is still in the process of finalising the annual results of the Group for FY 2017. The information contained in this announcement is only based on the Company’s preliminary review of the unaudited consolidated management accounts of the Group for FY 2017, which have not been audited or reviewed by the Company’s auditors or audit committee. Shareholders and potential investors should read the audited results of the Group for FY 2017 carefully, which are expected to be published on or before 31 March 2018.

Shareholders of the Company and potential investors are advised to exercise caution in dealing in the shares of the Company.

By Order of the Board

Ping An Securities Group (Holdings) Limited

(Carrying on business in Hong Kong as PAN Securities Group Limited)

Gong Qingli

CEO & Executive Director

Hong Kong, 7 March 2018

As at the date of this announcement, the Board comprises Mr. Gong Qingli (CEO), Mr. Cheung Kam Fai and Mr. Lin Hongqiao as executive Directors; Ms. Tao Yanyan (Chairman), Dr. Guan Huanfei and Mr. Wong Sai Hung as non-executive Directors; and Mr. Tsang Wah Kwong, Dr. Leung Wing Cheung, William and Dr. Yang Tao, as independent non-executive Directors.