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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)

CHANGE OF COMPANY SECRETARY
AND
AUTHORIZED REPRESENTATIVE

The board of directors (the “**Board**”) of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”, and its subsidiaries, the “**Group**”) announces that due to adjustment of working arrangement, Mr. Yao Jun (姚军) (“**Mr. Yao**”) has ceased to be the company secretary of the Company and ceased to act as an authorized representative (the “**Authorized Representative**”) of the Company under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from April 29, 2019.

Mr. Yao confirmed that he had no disagreement with the Board and there were no other matters in respect of his cessation to act in the above mentioned positions that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board further announces that Mr. Sheng Ruisheng (盛瑞生) (“**Mr. Sheng**”) and Mr. Kan Ka Ho Danny (简家豪) (“**Mr. Kan**”) have been appointed as the joint company secretaries of the Company (the “**Joint Company Secretaries**”), and Mr. Sheng has been appointed as the Authorised Representative, both with effect from April 29, 2019. The biographical details of Mr. Sheng and Mr. Kan are as follows:

Mr. Sheng has been serving as the secretary to the Board since April 2017 where he is

responsible for all the affairs related to corporate governance and regulatory compliance of the Company. Mr. Sheng has been serving as the brand director of the Company since February 2014 and the spokesman of the Company since January 2006. Mr. Sheng joined the Group in July 1997 and served as an assistant to the general manager, deputy general manager and general manager of the branding department of the Company successively from August 2002 to January 2014. Mr. Sheng obtained his Master of Business Administration from the Chinese University of Hong Kong and his Bachelor of Arts from Nanjing University.

Mr. Kan joined the Group in March 2019 and has been serving as chief counsel (listing & compliance) of the overseas legal compliance department of the Group. Mr. Kan is a qualified solicitor in Hong Kong and has over 11 years of experience in corporate regulatory compliance and other areas of law. Before joining the Group, Mr. Kan had worked in the corporate department of international law firms in Hong Kong. Mr. Kan received a Master of Science in finance and financial law and a Bachelor of Laws from the University of London, as well as a Bachelor of Engineering in software engineering and a Bachelor of Business Administration in information systems from the University of Hong Kong. Therefore, Mr. Kan has the relevant professional qualifications to act as the company secretary under Rule 3.28 of the Listing Rules.

Through his experience with the Group, Mr. Sheng has gained a wealth of knowledge regarding the operations of the Group and is familiar with the affairs and management of the Group. Also, Mr. Sheng, being the secretary to the Board, is familiar with the Rules Governing the Listing of Stocks on Shanghai Stock Exchange and has developed good understanding of the Listing Rules and the relevant Hong Kong regulatory requirements, with extensive experience in corporate governance, information disclosure and investor relations management. Taking into account his knowledge and experience, the Company believes that Mr. Sheng is capable of discharging his functions as a Joint Company Secretary.

Mr. Sheng currently does not possess the professional qualifications as the Company Secretary required by Rule 3.28 of the Listing Rules, despite his experience indicated in his biography above. In this respect, the Company has applied for, and the Stock Exchange has granted a waiver (the "**Waiver**") from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules in relation to Mr. Sheng's eligibility to act as a Joint Company Secretary for a period of three years from the date of appointment of Mr. Sheng as a Joint Company Secretary (the "**Waiver Period**"), on the conditions that, (i) Mr. Sheng will be assisted by Mr. Kan during the Waiver Period; (ii) the Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that after the end of the Waiver Period, the Company will be able to demonstrate that Mr. Sheng can satisfy Rules 3.28 and 8.17 of the Listing Rules, having had the benefit of Mr. Kan's assistance such that a further waiver will not be necessary; and (iii) the Company will announce details of the Waiver, including its

reasons and conditions. The Waiver will be revoked immediately if and when Mr. Kan ceases to provide assistance to Mr. Sheng. In addition, the Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Yao for his valuable contributions to the Company during his tenure of office as a company secretary of the Company and to extend our warm welcome to Mr. Sheng and Mr. Kan for their new appointments.

By order of the Board
Ma Mingzhe
Chairman and Chief Executive Officer

Shenzhen, PRC, April 29, 2019

As at the date of this announcement, the executive directors of the Company are Ma Mingzhe, Sun Jianyi, Lee Yuansiong, Ren Huichuan, Yao Jason Bo and Cai Fangfang; the non-executive directors of the Company are Soopakij Chearavanont, Yang Xiaoping, Liu Chong and Wang Yongjian; the independent non-executive directors of the Company are Yip Dicky Peter, Wong Oscar Sai Hung, Sun Dongdong, Ge Ming and Ouyang Hui.