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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: 00231)

Voluntary Announcement Strategic Cooperation Agreement

This Announcement is a voluntary announcement made by the Company.

The Company is pleased to announce that PASL, its wholly-owned subsidiary, entered into the Strategic Agreement with Zhongrong Prosper on 15 December 2016 (after trading hours).

This Announcement is a voluntary announcement made by Ping An Securities Group (Holdings) Limited (the “**Company**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that, Ping An Securities Limited (“**PASL**”), a wholly-owned subsidiary of the Company, entered into a strategic cooperation agreement (the “**Strategic Agreement**”) with Zhongrong Prosper Asset Management Co., Ltd. (“**Zhongrong Prosper**”) on 15 December 2016 (after trading hours).

In accordance with the Strategic Agreement, Zhongrong Prosper as a management consultant will provide information on investment and management of cultural industries, industrial investment projects, laws and regulations, investment feasibility analysis and domestic compliance review. PASL will provide the necessary licences for participating in Hong Kong's financial business, establishment of offshore fund platform, project financing, listing of projects, to find suitable investors for investment projects, and to provide assistance to Zhongrong Prosper on Hong Kong financial and investment industry regulations and, where necessary, to assist the Hong Kong subsidiaries and personnel of Zhongrong Prosper in applying for qualifications as required for industry operations, so as to meet necessary requirements for practitioners as required by the Securities and Futures Commission of Hong Kong.

Information on the Company

The principal activity of the Company is investment holding. The main activities of the Company together with its subsidiaries (the “**Group**”) are property development and property leasing, and provision of financial services.

Information on PASL

PASL, a wholly-owned subsidiary of the Company, is engaged in the provision of securities brokerage, securities underwriting and placements and financial advisory services, consisting of the Licensed Corporations to carry on types 1, 4, 6 and 9 regulated activities under the Securities and Futures Ordinance.

Information on Zhongrong Prosper

Zhongrong Prosper was established by Beijing Zhongrong Dingxin Investment Management Co., Ltd., which is a subsidiary of Zhongrong International Trust Co., Ltd. Zhongrong Prosper specializes in cultural industry investment and fund management services.

The Board considers that the cooperation, if materialises, will help diversify the business of the Group and broaden its income base, and is in the interests of the Company and its shareholders as a whole.

If the cooperation has further development, the Company will make further announcement(s) as and when appropriate in accordance with the Rules Governing the Listing of Securities on the Stock Exchange.

Shareholders and potential investors of the Company should note that the cooperation may or may not materialise and are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Ping An Securities Group (Holdings) Limited
Cheung Kam Fai
Executive Director

Hong Kong, 15 December 2016

As at the date of this announcement, the Board comprises Mr. Zhang Guodong, Mrs. Nijssen Victoria and Mr. Cheung Kam Fai as executive Directors; and Dr. Dong Ansheng, Mr. Wong Yee Shuen, Wilson and Mr. Tsang Wah Kwong as independent non-executive Directors.