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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)**

### **ANNOUNCEMENT**

#### **(1) CSRC Approval of A Share Issue**

#### **(2) Commencement of Price Consultation for A Share Issue**

##### **SUMMARY**

The CSRC has on February 1, 2007 approved the application of the Company to proceed with the A Share Issue. The A Share Issue will comprise the allotment and issue of not more than 1.15 billion A Shares.

As required by the relevant PRC regulations, the joint lead underwriters for the A Share Issue will conduct preliminary price consultation among qualified institutions which meet the requirements of the laws of PRC from February 2, 2007 to February 7, 2007 in the PRC.

The A Share Prospectus and the related appendices will be published on the website of the Shanghai Stock Exchange on February 2, 2007 and a summary of the A Share Prospectus will be published in several PRC newspapers on the same day.

Reference is made to the Company's announcements dated September 26, 2006, October 11, 2006, November 13, 2006 and January 26, 2007 and circular to Shareholders dated October 16, 2006 in respect of the A Share Issue. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as in the said circular.

The CSRC has on February 1, 2007 approved the application of the Company to proceed with the A Share Issue. The A Share Issue will comprise the allotment and issue of not more than 1.15 billion A Shares to institutional and public investors in the PRC.

As required by the relevant PRC regulations, the joint lead underwriters for the A Share Issue will conduct preliminary price consultation among qualified institutions which meet the requirements of the laws of PRC from February 2, 2007 to February 7, 2007 in the PRC to determine the offer price range. The Company and the joint lead underwriters will, after conducting the book-building process, determine the exact number of A Shares to be issued and the offer price in accordance with indicative demand for the A Shares and the Company's funding needs. The Company will issue an announcement once the final A Share Issue size and the offer price have been determined.

The A Share Prospectus and the related appendices will be published on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn>) on February 2, 2007 and a summary of the A Share Prospectus will be published in several PRC newspapers including the China Securities Journal, Shanghai Securities News, Securities Times and Securities Daily on the same day.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“A Share Prospectus”           the prospectus to be issued by the Company in relation to the A Share Issue

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

Shenzhen, PRC, February 1, 2007

*As of the date of this announcement, the Executive Directors of the Company are Ma Mingzhe, Sun Jianyi and Cheung Chi Yan Louis, the Non-executive Directors are Huang Jianping, Lin Yu Fen, Cheung Lee Wah, Anthony Philip HOPE, Dou Wenwei, Fan Gang, Lin Lijun, Shi Yuxin, Hu Aimin, Chen Hongbo, Wong Tung Shun Peter and Ng Sing Yip, and the Independent Non-executive Directors are Bao Youde, Kwong Che Keung Gordon, Cheung Wing Yui and Chow Wing Kin Anthony.*

“Please also refer to the published version of this announcement in the South China Morning Post”