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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 ANNUAL GENERAL MEETING FOR 2019 HELD ON THURSDAY, APRIL 9, 2020
(II) APPOINTMENT OF DIRECTOR
AND
(III) PAYMENT OF 2019 FINAL DIVIDEND

The board of directors (the “**Board**”) of Ping An Insurance (Group) Company of China, Ltd. (the “**Company**”) is pleased to announce that the annual general meeting of the Company for 2019 (the “**AGM**”) was held on Thursday, April 9, 2020 at Ping An Hall, Ping An School of Financial Management, No. 402, Sili Road, Guanlan, Shenzhen, Guangdong Province, PRC. The AGM 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 AGM was 18,210,234,607 (A Shares in the Company's repurchased securities account are not entitled to vote at the AGM). 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 AGM, and there was no Share entitling the holders to attend and vote only against the resolutions proposed at the AGM. No shareholder had a material interest in the matter considered at the AGM and was required to abstain from voting at the AGM.

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

Number of shareholders and authorized proxies attended the meeting	784
Of which : number of A shareholders	780
number of H shareholders	4
Total number of shares entitled to vote	8,105,822,362
Of which : total number of shares entitled to vote held by A shareholders	2,503,029,312
total number of shares entitled to vote held by H shareholders	5,602,793,050

Percentage to the total number of shares of the Company entitled to vote	44.512454
Of which : percentage of shares held by A shareholders to the total number of shares of the Company entitled to vote	13.745179
percentage of shares held by H shareholders to the total number of shares of the Company entitled to vote	30.767275

The AGM was held 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 AGM was chaired by Mr. Ma Mingzhe, chairman of the Board and chief executive officer of the Company. All Directors, the supervisors of the Company and the secretary to the Board attended the AGM. Certain senior management and the candidate for election as Director also attended the AGM. 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 AGM whereas Beijing Anjie (Shenzhen) Law Firm was appointed as the witnessing lawyer at the AGM.

All resolutions as set out in the notice of AGM dated February 24, 2020 and the supplemental notice of AGM date March 19, 2020 were duly passed. The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS	FOR		AGAINST		ABSTAIN	
	SHARES	%	SHARES	%	SHARES	%
1. To consider and approve the Report of the Board of Directors of the Company for the year 2019.	8,068,937,686	99.544961	923,300	0.011390	35,961,376	0.443649
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.						
2. To consider and approve the Report of the Supervisory Committee of the Company for the year 2019.	8,068,933,186	99.544905	924,100	0.011401	35,965,076	0.443694
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.						
3. To consider and approve the Annual Report of the Company for the year 2019 and its summary.	8,068,938,486	99.544971	923,300	0.011390	35,960,576	0.443639
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.						
4. To consider and approve the Report of Final Accounts of the Company for the year	8,068,935,586	99.544935	924,500	0.011405	35,962,276	0.443660

	2019 including the Audit Report and Audited Financial Statements of the Company for the year 2019.						
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							
5.	To consider and approve the Profit Distribution Plan of the Company for the year 2019 and the proposed distribution of final dividends.	8,091,807,153	99.827097	458,800	0.005660	13,556,409	0.167243
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							
6.	To consider and approve the Resolution regarding the Appointment of Auditors of the Company for the year 2020, re-appointing PricewaterhouseCoopers Zhong Tian LLP as the PRC auditor and PricewaterhouseCoopers as the international auditor of the Company to hold office until the conclusion of the next annual general meeting and authorizing the Board to re-authorize the management of the Company to fix their remuneration.	8,060,450,871	99.440260	31,738,785	0.391556	13,632,706	0.168184
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							
7.	To consider and approve the Performance Evaluation of the Independent Non-executive Directors for the year 2019.	8,068,772,036	99.542917	924,400	0.011404	36,125,926	0.445679
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							
SPECIAL RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		SHARES	%	SHARES	%	SHARES	%
8.	To consider and approve the Resolution regarding the Issue of Debt	8,076,790,352	99.641838	571,850	0.007054	28,460,160	0.351108

	Financing Instruments.						
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.							
9.	To consider and approve the Resolution regarding the Proposed Grant of the General Mandate by the General Meeting to the Board to Issue H Shares, i.e. the grant of a general mandate to the Board to allot, issue and deal with additional H shares not exceeding 20% of the aggregate nominal amount of the H shares of the Company in issue, representing up to limit of 8.15% of the total number of shares of the Company in issue, at a discount (if any) of no more than 10% (rather than 20% as limited under the Rules Governing The Listing of Securities on The Stock Exchange of Hong Kong Limited) to the benchmark price and authorize the Board to make corresponding amendments to the Articles of Association as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of H shares.	5,697,568,112	70.289822	2,377,444,148	29.330080	30,810,102	0.380098
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.							
10.	To consider and approve the Resolution regarding the Proposed Amendments to the Articles of Association.	8,074,230,974	99.610263	2,911,136	0.035914	28,680,252	0.353823
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.							

ADDITIONAL ORDINARY RESOLUTION		FOR		AGAINST		ABSTAIN	
		SHARES	%	SHARES	%	SHARES	%
11.	To consider and approve the Resolution regarding the Election of Director of the Company, electing Mr. Lu Min as an executive Director of the Company to hold office until the expiry of the term of the 11th Session of the Board.	7,963,255, 229	98.241176	115,147,62 4	1.420555	27,419,509	0.338269
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. Lu Min shall become effective upon the approval of his qualification as Director from China Banking and Insurance Regulatory Commission being obtained.							

APPOINTMENT OF DIRECTOR

The biographies and the emolument information of Mr. Lu Min have been set out in the announcement of the Company dated March 16, 2020 and the circular of the Company dated March 19, 2020.

Save as disclosed above, as at the date of this announcement, there are no other matters relating to the appointment of Mr. Lu Min 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.

PAYMENT OF 2019 FINAL DIVIDEND

The Board announces that the Company will distribute a final dividend (the “**Final Dividend**”) in cash of RMB1.30 per Share (equivalent to approximately HK\$1.422332 per Share) (inclusive of applicable tax) for the year ended December 31, 2019 to the shareholders of the Company.

According to the Articles of Association, dividend will be denominated and declared in Renminbi. Dividend on A Shares will be paid in Renminbi and dividend on H Shares will be paid in Hong Kong dollars. The relevant exchange rate will be the average middle exchange rate of Renminbi to Hong Kong dollars as announced by the People’s Bank of China from April 1, 2020 to April 8, 2020 (RMB0.913992 equivalent to HK\$1.00). The Company has appointed the Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to the Receiving Agent the Final Dividend declared for payment to holders of H Shares. The Final Dividend will be paid by the Receiving Agent and relevant cheques will be dispatched to the shareholders by ordinary post at their own risk.

As disclosed in the announcement of Company dated February 20, 2020, the expected timetable for the distribution of the Final Dividend is set out below. The expected timetable is subject to change, and any such change will be announced in a separate announcement by the Company as

and when appropriate.

Closure of the register of members

Record date of the A shareholders for the Final Dividend Thursday, May 7, 2020

Latest time for lodging transfers of the H Shares to qualify for the entitlement of the Final Dividend 4:30 p.m. on Monday, May 11, 2020

Closure of register of the H shareholders for the Final Dividend Tuesday, May 12, 2020 to Friday, May 15, 2020 (both days inclusive)

Record date of H shareholders for the Final Dividend Friday, May 15, 2020

During the above closure period, no transfer of H Shares will be registered. To be eligible to qualify for the Final Dividend, all properly completed transfer documents together with the relevant share certificates must be lodged for registration with the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than the aforementioned latest time.

Payment/distribution

Payment of the Final Dividend for A Shares Friday, May 8, 2020

Payment of the Final Dividend for H Shares Monday, June 8, 2020

The Company will withhold the enterprise income tax as well as the individual income tax for shareholders on the cash dividend as required by law on the basis of the Company's register of members of H Shares on Friday, May 15, 2020. The Company assumes no liability and will not deal with any dispute over income tax withholding triggered by failure to submit proof materials within the stipulated timeframe, and the H shareholders shall either personally or appoint a representative to attend to the procedures in accordance with the applicable tax regulations and relevant provisions of the PRC. The detailed arrangement for the enterprise income tax withholding of overseas non-resident enterprises and individual income tax withholding of overseas individual shareholders is set out in pages 149 to 150 of the 2019 Annual Report of the Company dispatched on March 19, 2020.

All investors are requested to read the 2019 Annual Report of the Company carefully. Shareholders are recommended to consult their tax advisors on mainland China, Hong Kong and other tax implications regarding their holding and disposing of H Shares.

By order of the Board
Sheng Ruisheng
Joint Company Secretary

Shenzhen, PRC, April 9, 2020

As at the date of this announcement, the executive directors of the Company are Ma Mingzhe, Xie Yonglin, Tan Sin Yin, 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 Ge Ming, Ouyang Hui, Ng Sing Yip, Chu Yiyun and Liu Hong.