

Report of the Supervisory Committee

To all Shareholders,

During the reporting period, the Supervisory Committee has duly carried out its supervisory duties in a stringent manner and adhered to the principles of fairness and honesty to effectively protect the rights and interests of the shareholders, the Company and its employees in accordance with the relevant provisions of the Company Law of PRC and the Articles of Association.

THE WORK OF THE SUPERVISORY COMMITTEE

The 5th Meeting of the 7th session of the Supervisory Committee was held on March 14, 2013, at which resolutions including the Report of the Supervisory Committee of the Company for 2012, the Resolution Relating to Considering the Annual Report and its Summary of the Company for the Year 2012, the Resolution Relating to Considering Corporate Social Responsibility Report of the Company for 2012 and so on were considered and approved unanimously.

The 6th Meeting of the 7th session of the Supervisory Committee was held from April 23 to 26, 2013 through written communication and voting, at which the Resolution Relating to Considering the First Quarterly Report of the Company for 2013 was considered and approved unanimously.

The 7th Meeting of the 7th session of the Supervisory Committee was held on August 29, 2013, at which the Resolution Relating to Considering the Interim Report of the Company for 2013 and the Resolution Relating to Considering the Audit Report on the Departure of Mr. Gregory D. Gibb were considered and approved unanimously.

The 8th Meeting of the 7th session of the Supervisory Committee was held from October 21 to 25, 2013 through written communication and voting, at which the Third Quarterly Report of the Company for 2013 was considered and approved unanimously.

Details of members' attendance at meetings of the Supervisory Committee are set out as follows:

Class of Supervisors	Name	Date of appointment	Meetings attended/ Meetings required to attend	Percentage of attendance
Independent Supervisors	GU Liji (Chairman)	June 3, 2009	4/4	100%
	PENG Zhijian	June 3, 2009	4/4	100%
	SUN Fuxin (resigned) ⁽¹⁾	May 16, 2003	2/2	100%
Shareholder Representative Supervisors	LIN Li	July 17, 2012	3/4	75%
	ZHANG Wangjin ⁽¹⁾	June 17, 2013	2/2	100%
Employee Representative Supervisors	SUN Jianping	March 19, 2010	2/4	50%
	ZHAO Fujun	July 17, 2012	4/4	100%
	PAN Zhongwu	July 17, 2012	4/4	100%

- (1) Due to the work arrangement, Mr. Sun Fuxin has tendered his resignation as Independent Supervisor of the Company in March 2013. To ensure the normal operation of Supervisor Committee, 2012 General Meeting was held by the Company on 10 May 2013 and Ms. Zhang Wangjin was elected as Shareholder Representative Supervisor. Her qualification as supervisor is approved by CIRC and Mr. Sun Fuxin officially left office as independent supervisor on June 17, 2013.

In September 2013, certain members of the Supervisory Committee conducted inspection and review in the branches of Ping An Life, Ping An Property & Casualty and Ping An Annuity in Inner Mongolia. Opinions collected from the vast ground-level staffs were considered and constituted as the investigation report to the management of the Company. Meanwhile, feedback report by the senior management for settling relevant problems was addressed to all the Directors and Supervisors.

During the reporting period, certain members of the Supervisory Committee attended the following meetings as non-voting participants: the 2012 Annual General Meeting, the First Extraordinary General Meeting of 2013, and meetings of the Board of Directors, and had no dissents.

INDEPENDENT OPINION ON THE RELEVANT ISSUES FROM THE SUPERVISORY COMMITTEE

(1) Lawful Operation

During the reporting period, the Company operated and managed its businesses in accordance with the laws and regulations. Its operational results were objective and true. There was greater development and improvement in the depth and scope of internal control management. The internal control system was complete, reasonable and effective. Its operational decision-making processes were lawful. The Directors and other senior management were cautious, serious and diligent in the business operations and management processes. They had never breached any laws, regulations, and the Articles of Associations or harmed the interests of the shareholders.

(2) Authenticity of the Financial Statement

PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers have issued the standard unqualified auditor's reports in accordance with the PRC and international accounting principles respectively for the Company's financial statements of 2013. The financial statements truly, fairly and accurately reflected the financial condition and results of operations of the Company.

(3) Use of Proceeds from the Company's Latest Public Offering

The Company publicly issued A Share Convertible Bonds amounting to RMB26 billion on November 22, 2013. The issuance has raised RMB26,000,309,598.26 in aggregate (including interest of the unfrozen funds RMB309,598.26). After deducting all expenses incidental to the issuance, the net proceeds of RMB25,816,258,001.04 were raised from the issuance. As at December 31, 2013, except the balance of RMB24,697,830.76 in the fund-raising account, the above raised funds were all used to supplement the capital of the Company after deducting of fee for issuance. As at February 27, 2014, the above raised funds were all used to supplement the capital of the Company after deducting of fee for issuance and all the raised funds have been used completely.

(4) Company' s Acquisition and Asset Disposal

During the reporting period, the acquisition and sale of assets by the Company are as follows:

Information on the Share Subscription relating to the Non-Public Issuance of Ping An Bank

For information on the Share Subscription relating to the Non-Public Issuance of Ping An Bank, please refer to the section headed "Significant Events" .

Particulars on Issuance of A Share Convertible Bonds

For particulars on issuance of A Share Convertible Bonds, please refer to the section headed "Significant Events" .

(5) Connected Transactions

The Supervisory Committee considered the connected transactions of the Company were fair and reasonable in the reporting period, and did not find any harm against the interests of the shareholders and the Company.

(6) Internal Control System

The Supervisory Committee had heard and reviewed the Working Report on the Internal Control of the Company for the First Half of 2013 and 2013 Assessment Report on Internal Control, and considered the Company has set up a more complete, reasonable and effective internal control system.

(7) Implementation of the Resolutions Approved in the General Meetings

Certain members of the Supervisory Committee attended the meetings of the Board of Directors and the general meetings, and did not have any objection on the reports and proposals which were submitted to the general meetings by the Board of Directors. The Supervisory Committee has monitored the implementation of the resolutions approved in the general meetings and is of the opinion that the Board of Directors can duly implement the resolutions approved in the general meetings.

In the coming year, the Supervisory Committee will further enhance its work principles and fully implement a scientific perspective for its development. It will continue to carry out its duties in accordance with the relevant provisions of the Company Law of PRC, the Articles of Association and the listing rules. It will adhere to the principles of diligence, fairness and honesty, and maximize its supervisory efforts with the aim of protecting the interests of the Company and its shareholders as a whole and commit to performing supervisory duties honestly and diligently, so as to achieve the best results in all respects.

By order of the Supervisory Committee

GU Liji

Chairman of the Supervisory Committee

Shenzhen, PRC

March 13, 2014

