

## Ping An's Chairman and Board of Directors win the Directors of The Year Awards Zhang Mengying

### 平安集團董事長、平安集團董事會獲頒傑出董事獎



**D**r Ma Mingzhe, Founder and Chairman of Ping An Insurance (Group) Company of China, Ltd. (hereafter “Ping An”, the “Company” or the “Group”) was awarded in the Directors Of The Year Awards 2021 in the “Listed Company - Executive Director” category from the Hong Kong Institute of Directors (HKIoD). Led by Dr Ma, the Company’s Board of Directors was also awarded in the Directors of The Year Awards 2021 in the “Listed Company - Board of Directors” category.

The awards are a testament to how a visionary chairman can lead a board to maintain a keen strategic sense and foresight to ensure that the strategic layout, implementation, and operational management stay one step ahead of others.

“Dr Ma Mingzhe has always been visionary. He had the foresight to invest in technology early. He saw, before the rest of the

traditional financial services industry, that the internet economy was affecting every aspect of people’s lives and he seized the opportunity,” the panel of judges said.

“He has adopted best global practices in corporate governance and risk management, resulting in a corporate culture that supports technology innovation, transparency, integrity, effective communication, and social responsibility.”

Mr Yao Bo, Co-CEO and Executive Director of Board of Ping An, also spoke highly of Dr Ma.

“As the founder of Ping An Group, Dr Ma established the cultural foundation of Ping An. His pursuit of professionalism, continuous innovation, far-sighted strategic vision, global perspective, and open mind has had an unparalleled impact on Ping An’s corporate governance,” he said.

### Strengthening expertise and staying ahead

Ping An is one of the largest insurance companies in China today. The Company and its directors have won praise for their innovative approach to business and leadership. For the Board of Directors led by Dr Ma, competition and innovation are inscribed in the Company's DNA.

Mr Yao recalled that the Company was founded at a time when China had just started its reform and opening up.

“From the moment of its birth, Ping An has insisted on the concepts of thriving through competition, and developing through innovation, which is the representation of the DNA of Shekou, Shenzhen, and the essence of Ping An's culture,” Mr Yao said.

“With the gene to innovate, Ping An worked hard and started its business and became the first joint-stock insurance company in China. It was the pioneer in the exploration of the joint-stock system,” he added.

In addition to the spirit of innovation, the concept of professionalism creating value is also important to ensure sustainable value growth for all stakeholders.

Mr Yao explained that Ping An has always adopted leading industry standards to maintain its leading position. The Company has adopted practices such as employing international accounting firms, introducing a modern actuarial system, introducing a life insurance marketing system, and building the largest integrated financial centralized backup platform in Asia.



▲ Dr Ma spoke at the Ping An's 30th anniversary Ceremony.  
馬總在中國平安成立三十週年高峰盛典上講話

Led by the Company's Board of Directors, Ping An is more sensitive to technological developments than other traditional financial services companies. Mastering advanced technology has become an important means for the Company to maintain its professionalism.

Mr Yao added that to ensure a steady growth of the main financial business, Ping An has continued to increase investment in technology serving the needs for the business's transformation and upgrade, and use technology to help the financial business improve its efficiency.

It is worth mentioning that Ping An Smart City's smart healthcare team developed an intelligent film reading system in 2020 to assist doctors in the early diagnosis and treatment of COVID-19 and help control the outbreak. The system takes only about 15 seconds to produce intelligent analysis results, with an accuracy rate of more than 90%.

Mr Yao said that the Company's development relies on a team of outstanding talents.

“Ping An recruits a large number of outstanding talents based on its strategy and business development needs. For example, since the launch of its 'Finance + Technology' strategy, Ping An has a team of over 110,000 technology practitioners and over 4,500 scientists as of the end of December 2021,” Mr Yao said.

It is with the spirit of pioneering, innovation, and self-improvement, coupled with a professional culture, that Ping An has grown from an insurance company with only 13 employees to a comprehensive financial services group with assets exceeding RMB 10 trillion over the past 33 years, its key indicators have entered the leading position in the world's financial insurance industry.

### Remain open-minded and learn best practices

Ping An's extraordinary achievements are due to the leadership of the Board of Directors. Mr Yao pointed out that the development strategies of the Board are consistent with the Company's development, which is to maintain diversity, professionalism, and

foresight.

In his view, Ping An is a large integrated financial group with a wide range of complex businesses, which makes the diversity and professionalism of the Board of Directors particularly important.

Therefore, Ping An has established a board of directors with local strengths and an international perspective. Out of the 15 board members, 53% have overseas working experience. The Company has a board diversity policy that successfully ensures a balance of skills, experience, and diverse perspectives among board members, thereby enhancing the effectiveness and good corporate governance.

Mr Yao added that the Company's directors have remarkably high professional qualifications and rich practical experience in corporate management, law, investment, actuarial, insurance, banking, finance and accounting, technology, and economics, both domestically and abroad.

Mr Yao also emphasized the importance of learning about good governance practices when it comes to building a professional board of directors.

"Ping An has learned foreign governance models, built a management system that is in line with international standards, and established systems and processes for comprehensive risk management, internal control audits, stress testing, firewalls, and information disclosure by drawing on global best practices," Mr Yao said.

The Board of Directors' effective communication, smooth decision-making mechanisms and good discussion atmosphere are particularly important for producing

decisions of superior quality.

Mr Yao explained that Ping An's Board of Directors includes experts in various fields and that the experts will draw on their expertise and work experience to provide professional advice and recommendations on a wide range of corporate issues.

"Therefore, the Board of Directors is more cautious in making major decisions, especially those involving major strategies and development directions, and spends more time on exploring and making multi-dimensional views and recommendations," Mr Yao said.

Before making decisions, the Board ensures each director is up-to-date with the latest developments of the Company.

"The Company has adopted a series of mechanisms and means to ensure directors have multiple channels to understand the Company's operation and management status and fully obtain the information needed for decision-making," Mr Yao said.

Mr Yao added the directors, especially

independent directors and members of the Supervisory Committee make up an inspection team to understand the primary business operation. They get to know how frontline staffs implements company strategies and policies, as well as their opinions and suggestions on the Company's business development through staff discussions and customer visits.

"The Board of Directors of Ping An has created a culture of full discussion, free speech, willingness to share, and mutual respect and trust for all directors and the Board has been able to give full play to the team decision-making to ensure the quality of decisions on major corporate issues," said Mr Yao.

### **Innovate to change and move forward**

Mr Yao said that the insurance industry has been changing over the past decade, and Ping An has adjusted its insurance products in response to the market environment. For example, he said that the traditional crude life insurance model has been challenged by the continuous changes in the macro-environment, rising customer demand, the



▲ Mr Yao Bo, Co-CEO and Executive Director of Ping An said, the Board will continue to uphold the highest standards of corporate governance, adhere to strict risk management and internal controls.

中國平安聯合首席執行官兼執行董事姚波先生表示，董事會將繼續堅持最高標準的公司治理原則，堅守嚴格的風險管理及合規內控。



香港個人資料私隱專員公署  
Office of the Privacy Commissioner  
for Personal Data, Hong Kong



保障資料主任聯會  
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rapid changes in technology, and the ageing population.

Ping An has taken the lead in the industry in promoting life insurance reform.

“The reform was officially launched in the second half of 2019,” Mr Yao said, “Ping An will continue to improve the quality of its agent force and move from pursuing quantity to pursuing quality and quantity simultaneously. In addition, the reform will make use of technology to drive change and realize a fully digitalized operation.”

The Board of Directors is also alert to the impact of the global trade situation and the pandemic.

“In recent years, the Chinese economy has been under certain downward pressure and the asset quality of individual industries has been exposed to greater risk, such as the real estate industry. Real estate is one part of the Company’s investment portfolio, the decline in asset quality poses a risk to the Company,” Mr Yao noted.

In this regard, “Ping An has always been sensitive to the changes in the external environment. The Company has taken the initiative to improve the overall risk control system from top to bottom, always pay attention to the industry’s movements, and strengthen the risk control in certain industries,” Mr Yao added.

To improve risk control, non-executive independent directors have been added to the Board of Directors. The restructuring is in line with global best practices in corporate governance, and the increase in the proportion of independent directors will help the Board improve its risk control system.



▲ Board members are dedicated to community services  
董事會成員熱心公益事業

The Company is also at the forefront of Environmental, Social and Governance (ESG) practices, which has attracted considerable attention. The Company has signed the United Nations’ Principles for Responsible Investment and released the first Task Force on Climate-related Financial Disclosures report in mainland China.

Facing future challenges, the Board of Directors of Ping An will lead the Company to move forward.

“The Board will continue to uphold the highest standards of corporate governance, adhere to strict risk management and internal controls, ensure the healthy and sustainable development of the Company’s strategy and business, realize our corporate value of fairness,” said Mr Yao.

“The Company is committed to the long-term, stable and healthy development for its shareholders, investors and other stakeholders, and to creating sustainable development.”



國平安保險（集團）股份有限公司（以下簡稱「中國平安」、「平安」）董事長馬明哲博士榮獲香港董事學會

頒授2021年度「上市公司- 執行董事」類別的「傑出董事獎」，由他帶領的公司董事會亦獲得同時「上市公司- 董事會」類別的「傑出董事獎」，展現一個具有遠見的董事長如何帶領董事會始終保持敏銳的戰略觸覺與前瞻性，確保戰略佈局、戰略實施、運營管理上領先於人一步。

評審團表示：「馬明哲博士一向有遠見，早有投資科技的先見之明。他比其他傳統金融服務行業更早地觀察到科技經濟正在影響人們的生活，也把握了這個機會投資。他在企業管治和風險管理方面採用了全球典範實務，從而培育出支援創新科技、有透明度、有誠信、高效傳訊和履行社會責任的企業文化。」

中國平安的聯合首席執行官兼執行董事姚波先生亦對馬博士有高度評價：「作為平安集團創始人，馬董奠定了平安的文化基因。他追求專業、持續創新、具有高遠的戰略見識、開闊的全球視野和包容的胸懷，這些秉性與價值觀對平安公司治理方面的影響是無

以倫比的。」

### 增強專業實力 保持領先地位

中國平安是當下中國最大的保險公司之一，公司及其董事因其創新的業務方法和領導力而贏得了無數的讚譽。而競爭和創新，對於馬博士領導的公司董事會而言，是刻在公司基因的理念。

姚先生說，公司初創時期，正值中國改革開放：「從誕生的一刻起，平安就堅持在競爭中求生存，在創新中求發展的理念，這是蛇口基因的集中體現，也是平安文化的精髓概括。平安帶著創新基因艱苦創業，成為中國第一家股份制保險公司，開創了股份制探索的先河。」

除了創新精神之外，「專業創造價值」是保證各利益相關方創造可持續增長價值的重要理念。

姚先生介紹，中國平安一向採用領先的行業標準以保持優勢，公司聘請國際會計師事務所、引進現代精算體系、引進壽險營銷體制、全亞洲最大的綜合金融集中後援平台。

在公司董事的帶領下，平安對科技發展的觸覺比其他傳統金融服務公司更加敏銳，掌握

先進的技術，也成了公司保持專業度的重要手段。姚先生介紹，在確保金融主業穩健增長的基礎上，緊密圍繞主業轉型升級需求，持續加大科技投入，運用科技助力金融業務提升服務效率。

值得一提的是，平安智慧城市的智慧醫療團隊於2020年研發新冠肺炎智能閱片系統，可輔助醫生進行新冠肺炎早期診斷及治療，以協助管控疫情。該系統只需15秒左右便能產出智能分析結果，準確率高達90%以上。

姚先生表示，公司的發展依託的是優秀的人才隊伍。

「平安會結合自身戰略和業務發展需要，在市場上吸引大批的優秀人才。例如，自全面展開『金融+科技』戰略佈局以來，截至2021年12月末，平安擁有超11萬名科技從業人員、超4,500名科學家的一流科技人才隊伍，」姚先生介紹。

正是憑藉著敢為人先，創新自強的精神，加上專業的文化理念，經過33年的發展，平安從一家僅有13人的保險公司，發展成為資產規模突破人民幣10萬億的綜合金融服務集團，主要指標已進入世界金融保險業前列。

### 開放包容 學習優秀管治

平安的傲人成績離不開董事會的帶領，姚先生指出，董事會的發展特點，和公司的發展思路是一致的，即保持多元性、專業性和前瞻性。

他認為，中國平安是一家大型的綜合金融集團，涉及的業務廣泛且複雜，董事會的多樣性和專業性顯得尤為重要。

故此，平安組建了一個依託本土優勢兼具國際視野的董事會團隊。公司15名董事會成員中，53%擁有海外工作經驗的董事。公司制定了董事會多元化政策，成功地確保董事會成員在技能、經驗和多元化觀點方面取得平衡，從而提高董事會的效率和公司高水平治理。

姚先生補充，公司董事在企業管理、法律、投資、精算、保險、銀行、財務會計、科技、經濟等方面具有非常高的專業素養和豐富的國內外實踐經驗。

談及組建專業的董事會，姚先生亦強調學習優秀管治方案的重要性。

他說：「平安對標學習外資股東的治理模式，形成與國際接軌的經營管理體系，借鑒全球最佳實踐，建立了全面風險管理、內控審計、壓力測試、防火牆、信息披露等製度和流程。」

在對公司的發展方向作出決策時需要充分的溝通，董事會順暢決策機制、良好的討論氛圍對於生產高質量的決策尤其重要。

姚先生介紹道，平安董事會成員中涉及方方面面的專家，各位專家會藉助自身的專業和工作經驗，對公司各類事項發表專業的意見和建議。

「因此在重大決策事項上，尤其是涉及重大戰略、發展方向性的議案，董事會更加謹慎，會用更多的時間進行探討，從多維度提出觀點和建議，」姚先生說。



▲ Board of Directors and the members of Supervisory Committee at the Annual General Meeting  
全體董事會與監事會成員出席年度股東大會



▲ The Chairman honors retiring directors  
董事長領銜為退任董事授勳

在決策之前，董事會會保證每一個董事了解公司最新動態：「公司會通過一系列的機制和手段確保董事能夠多途徑掌握公司經營管理狀況，充分獲取決策所需的信息，」姚先生補充道。

馬博士分享，除此之外，公司董事，尤其是獨立董事每年會與公司監事會成員一起組成基層機構考察組，通過員工座談、客戶拜訪等方式，聽取和了解業務一線對公司戰略及各項政策的執行情況，以及對公司業務發展方面的意見和建議。

故此，「中國平安董事會為各位董事營造了一個充分探討、暢所欲言、樂於分享、互尊互信的文化氛圍，董事會能夠充分發揮團隊決策的功能和優勢，確保了公司重大事項的決策質量，」姚先生說。

### 創新圖變 砥礪前行

姚先生介紹，過去十幾年保險行業也在不斷變化，平安也因應市場環境調整險種。他舉例說，由於宏觀環境的持續變化、客戶需求不斷提升、科技手段日新月異、人口老齡化，傳統粗放的壽險模式受到挑戰。平安在全行業率先推動了壽險改革。

他說：「本次改革於 2019 年下半年正式啟

動。平安將持續提升代理人隊伍質量，從追求規模到追求高質量和規模同步發展。此外，這次改革還利用科技推動變革，實現全面數字化經營。」

董事會對於全球貿易形勢和新冠疫情的影響亦有警覺，姚先生指出：「近年來，中國經濟面臨一定的下行壓力，個別行業的資產質量暴露出了較大的風險，如房地產行業。房地產作為公司投資組合的一部分，資產質量的下降為公司帶來風險。」

對此，他續指：「公司始終保持敏銳的觸覺，根據外部環境的變化，公司自上而下主動提升完善全面風險控制體系，時刻關注行業前沿動態，加強對部分行業的集中度風險管控。」

為了完善風險管控，董事會層面亦增設非執行獨立董事，該結構的調整，是向全球公司治理最佳實踐靠攏，提升獨立董事在董事會成員中的佔比，有助於董事會完善風險管控體系。

在頗受關注的ESG方面，公司亦走在前列。公司簽署聯合國負責任投資原則（Principles for Responsible Investment），更發布中國內地第一份氣候相關財務揭露小組（Task Force on Climate-related Financial Disclosures）

報告。

面對未來的挑戰，平安董事會將帶領公司砥礪前行，姚先生總結：「董事會將繼續堅持最高標準的公司治理原則，堅守嚴格的風險管理及合規內控，確保公司戰略及業務健康可持續發展，實現公司公允的企業價值，為股東、投資者及其他利益相關者追求長期、穩定及健康的發展，創造可持續發展。」

# The 21st Century DIRECTOR 董事

廿一世紀

董事

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