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CHINA VANKE CO., LTD.*

萬科企業股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2202)

ANNOUNCEMENT ON RESOLUTIONS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022

CONVENING OF THE MEETING

The board of directors (the “**Board**”) of China Vanke Co., Ltd.* (the “**Company**”) hereby announced that the First Extraordinary General Meeting of 2022 (the “**EGM**” or the “**Meeting**”) of the Company was held at Vanke Center, 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, the PRC at 4:00 p.m. on Friday, 16 December 2022. The Meeting adopted both onsite voting and A-share online voting.

The Meetings were convened by the nineteenth session of the Board and chaired by Mr. YU Liang, chairman of the Board. Mr. ZHU Jiusheng, an executive director of the Company, Mr. HUANG Liping, a non-executive director of the Company, Mr. XIE Dong, chairman of the supervisory committee of the Company, and other members of the senior management of the Company also attended the Meeting in the way of physical. Guangdong Shu Jin Law Firm, being the Company's PRC legal advisor, and BDO Limited^{Note} were appointed by the Company to act as the scrutineers for vote-taking at the Meeting.

The convening and holding of the Meeting complied with the relevant laws, regulations and departmental rules including the Company Law of the People's Republic of China (the “**Company Law**”), the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”) and the requirements of the articles of association of China Vanke Co., Ltd. (the “**Articles of Association**”).

The total number of issued shares of the Company as at the date of the Meeting was 11,630,709,471 shares, of which the A shares and the H shares were 9,724,196,533 shares and 1,906,512,938 shares respectively. Among which, the total number of eligible shares that entitled the shareholders of the Company (the “**Shareholder(s)**”) to attend the Meeting and vote on the resolutions proposed at the Meeting was 11,557,753,479 shares, of which the A shares and the H shares were 9,651,240,541 shares and 1,906,512,938 shares respectively.

To the best knowledge, information and belief of the directors of the Company, there was no restriction on any Shareholder to cast his/her votes on any of the proposed resolutions at the Meeting. No Shareholder who was entitled to attend the Meeting was required to abstain from voting in favor of the resolutions proposed to the Meeting pursuant to Rule 13.40 of the Hong Kong Listing Rules; or was required under the Hong Kong Listing Rules to abstain from voting at the Meeting as having material interests in the matter to be considered at the Meeting.

ATTENDANCE AT THE MEETING

Class	Number of Shareholders and proxies attending the on-site meeting			Number of Shareholders participating through online voting			Overall attendance		
	Number of people	Number of Shares represented	As a percentage of the total number of Shares of the respective class with voting right	Number of people	Number of Shares represented	As a percentage of the total number of Shares of the respective class with voting right	Number of people	Number of Shares represented	As a percentage of the total number of Shares of the respective class with voting right
A Share	34	3,272,323,409	33.9057	896	2,493,219,521	25.8332	930	5,765,542,930	59.7389
H Share	1	1,007,112,696	52.8249	0	0	0	1	1,007,112,696	52.8249
Total	35	4,279,436,105	37.0265	896	2,493,219,521	21.5718	931	6,772,655,626	58.5984

RESOLUTIONS CONSIDERED AND VOTING RESULTS

Voting results of proposed resolutions at the EGM:

Ordinary Resolution		Types of Shares	Voting results					
			For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
1	To consider and approve the authorization to the Company for issuance of direct debt financing instruments	A Share	5,762,482,130	99.9469	1,146,700	0.0199	1,914,100	0.0332
		H Share	1,006,951,927	99.9840	160,769	0.0160	0	0.0000
		Total	6,769,434,057	99.9524	1,307,469	0.0193	1,914,100	0.0283

Special Resolution		Types of Shares	Voting results					
			For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
2	To consider and approve the resolution regarding the general mandate to issue shares of the Company	A Share	5,563,090,308	96.4886	135,851,602	2.3563	66,601,020	1.1551
		H Share	480,010,338	47.6620	526,952,158	52.3231	150,200	0.0149
		Total	6,043,100,646	89.2279	662,803,760	9.7865	66,751,220	0.9856

All the resolutions proposed to the EGM were duly approved, of which, for the resolutions proposed at the EGM, Resolution 1 was ordinary resolution and the votes cast in favor of the resolution more than 50% of shares with voting rights represented by the Shareholders attending the EGM; Resolution 2 was special resolution, and the votes cast in favor of the resolution more than two-thirds of shares with voting rights represented by the Shareholders attending the EGM. For details of the aforementioned resolutions, please refer to the circular of the EGM dated 23 November 2022 and the supplemental circular of the EGM dated 1 December 2022.

LEGAL OPINION ISSUED BY LAWYERS

1. Name of law firm: Guangdong Shu Jin Law Firm
2. Name of lawyers: Huang Modi, Su Jiani
3. Conclusive opinion: The convention of and procedures for holding the Meeting of the Company, as well as the eligibility of persons attending the Meeting and the convenor of the Meeting were in compliance with the relevant rules and regulations of the PRC including the Company Law and Rules on Shareholders' Meetings of Listed Companies and requirements of the Articles of Association. The voting procedures and voting results were legal and valid.

Note:

Scope of work of BDO Limited: The poll results were subject to scrutiny by BDO Limited, Certified Public Accountants (Practising), whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to BDO Limited. The work performed by BDO Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By order of the Board
China Vanke Co., Ltd.*
Zhu Xu
Company Secretary

Shenzhen, the PRC, 16 December 2022

As at the date of this announcement, the Board comprises Mr. YU Liang, Mr. ZHU Jiusheng and Mr. WANG Haiwu as executive directors; Mr. XIN Jie, Mr. HU Guobin, Mr. HUANG Liping and Mr. LEI Jiangsong as non-executive directors; and Mr. KANG Dian, Ms. LIU Shuwei, Mr. NG Kar Ling, Johnny and Mr. ZHANG Yichen as independent non-executive directors.

* For identification purpose only