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萬科海外投資控股有限公司

VANKE OVERSEAS INVESTMENT HOLDING COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01036)

PROFIT WARNING

This announcement is made by Vanke Overseas Investment Holding Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information Provisions (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Listing Rules.

The board of directors (the “**Board**”) of the Company wishes to inform shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the preliminary review of the unaudited consolidated management accounts of the Group for the year ended 31 December 2022 (the “**Year**”) and the information currently available to the Company, it is expected that the Group will record a profit attributable to the Shareholders for the Year in the amount between HK\$20 million and HK\$35 million, as compared to the profit attributable to the Shareholders of approximately HK\$425 million recorded in the audited consolidated financial statements of the Group for the year ended 31 December 2021.

The Board is of the view that the estimated decrease in the profit attributable to the Shareholders for the Year is mainly caused by the combined effect of (i) a one-off termination fee of approximately HK\$163 million received by an associate from its tenant for terminating the lease for the associate’s investment property located in California, the United States of America during the year ended 31 December 2021, but not during the Year, which led to a significant decrease in share of profit from the associate; and (ii) the fair value gain of approximately HK\$201 million contributed by the Group’s investment property located in London, the United Kingdom, namely Ryder Court, in 2021 but not during the Year as a result of the completion of the disposal of Ryder Court on 28 January 2022.

The Company is in the process of finalising its annual results for the Year. The information contained in this announcement is only based on a preliminary assessment of the unaudited consolidated management accounts of the Group for the Year and the information currently available to the Company, which have not been reviewed by the Company's auditors, and are subject to amendments and potential adjustments. The Group's financial results announcement for the Year is expected to be published in March 2023. Shareholders and potential investors of the Company are advised to peruse the annual results of the Group for the Year to be released in due course.

Shareholders and potential investors are advised to exercise caution when dealing or contemplating in dealing in the shares of the Company and, in case of doubt, to seek independent advice from professional or financial advisers.

By order of the Board
**VANKE OVERSEAS INVESTMENT HOLDING
COMPANY LIMITED**
Yip Hoi Man
Chief Financial Officer and Company Secretary

Hong Kong, 17 March 2023

As at the date of this announcement, the directors of the Company are:

Executive Directors:

Mr. Sun Jia (Chairman), Ms. Que Dongwu (Chief Executive Officer), Mr. Ding Changfeng, Ms. Zhou Yue

Independent Non-Executive Directors (in alphabetical order):

Mr. Choi Fan Wai, Ms. Law Chi Yin, Cynthia, Mr. Zhang Anzhi