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vanke

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)

NOTICE OF THE 2022 ANNUAL GENERAL MEETING

Notice is hereby made that, the convening of the 2022 annual general meeting (the “AGM”) of the Company will start from 2:30 p.m. on Friday, 30 June 2023 at Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, the PRC.

I. Matters for consideration and approval at the AGM

The shareholders of the Company shall consider and, if thought fit, approve the following resolutions at the AGM:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board of directors of the Company for the year 2022;
2. To consider and approve the report of the supervisory committee of the Company for the year 2022;
3. To consider and approve the annual report for the year 2022;
4. To consider and approve the dividend distribution plan for the year 2022;
5. To consider and approve the re-appointment of certified public accountants for the year 2023;
6. To consider and approve the authorisation of the Company and its majority-owned subsidiaries providing financial assistance to third parties;
7. To consider and approve the authorisation of guarantee by the Company and its majority-owned subsidiaries to other majority-owned subsidiaries;

SPECIAL RESOLUTION

8. To consider and approve the resolution in relation to the general mandate to issue additional H Shares and/or A Shares;

ORDINARY RESOLUTIONS VOTED BY ACCUMULATIVE VOTING SYSTEM *Note 5*

9. To consider and approve the resolutions of proposed election of executive directors and non-executive directors:
 - 9.1 To consider and approve the election of Mr. HU Guobin as a non-executive director;
 - 9.2 To consider and approve the election of Mr. HUANG Liping as a non-executive director;
 - 9.3 To consider and approve the election of Mr. LEI Jiangsong as a non-executive director;
 - 9.4 To consider and approve the election of Mr. XIN Jie as a non-executive director;
 - 9.5 To consider and approve the election of Mr. YU Liang as an executive director;
 - 9.6 To consider and approve the election of Mr. ZHU Jiusheng as an executive director;
10. To consider and approve the resolutions of proposed election of independent non-executive directors:
 - 10.1 To consider and approve the election of Mr. LIU Tsz Bun Bennett as an independent non-executive director;
 - 10.2 To consider and approve the election of Mr. LIM Ming Yan as an independent non-executive director;
 - 10.3 To consider and approve the election of Dr. SHUM Heung Yeung Harry as an independent non-executive director;
 - 10.4 To consider and approve the election of Mr. ZHANG Yichen as an independent non-executive director;

11. To consider and approve the resolutions of proposed election of non-staff representative members of the Supervisory Committee:

11.1 To consider and approve the election of Mr. LI Miao as a supervisor;

11.2 To consider and approve the election of Mr. XIE Dong as a supervisor.

By Order of the Board
China Vanke Co., Ltd.*
Yu Liang
Chairman

Shenzhen, the PRC, 31 May 2023

Notes:

1. The register of members of H shares of the Company will be closed from Wednesday, 21 June 2023 to Friday, 30 June 2023 (both days inclusive), during which period no share transfers of H shares of the Company will be effected. For those holders of H shares of the Company who intend to attend the AGM, the shares and the registration documents must be delivered to 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, Wan Chai, Hong Kong no later than 4:30 p.m. on Tuesday, 20 June 2023. The holders of the Company's H shares whose names appear on the register of members of the Company at the close of business on Wednesday, 21 June 2023 are entitled to attend and vote in respect of the resolutions to be proposed at the AGM.
2. Each shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his/her behalf at the AGM. A proxy need not be a shareholder.
3. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
4. The proxy form and the instrument appointing a proxy must be in writing under the hand of the shareholder or his/her attorney duly authorised in writing, or if the shareholder is a legal person, either under seal or under the hand of a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised. To be valid, for holders of A shares of the Company, the notarised power of attorney or other document of authorisation and the proxy form must be delivered to the office of the board of directors not less than 24 hours before the time appointed for the holding of the AGM. In order to be valid, for holders of H shares of the Company, the above documents must be delivered to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 24 hours before the time appointed for the AGM.
5. No ballot will be cast under "For", "Against" or "Abstain" in accumulative voting. You are requested to fill in the corresponding number of votes in the "Accumulative Voting" column against the name of each candidate. You may vote from nil vote to the maximum number of votes under each resolution. The number of votes does not need to be the integral multiples of the number of shares held by you. You may either cast all your votes to one of the proposed candidates, or cast equally or differently to more than one of the proposed candidates.

Please note: the total number of your votes cast on the candidates shall not exceed the total number of votes to which you are entitled. If the total number of votes cast by you on the candidates exceeds the total number of votes to which you are entitled, all the votes cast will become invalid and be regarded as abstain votes; if the total votes cast by you for the candidates are less than the total votes to which you are entitled, the votes are valid and the remaining votes will be regarded as abstain votes.

* For identification purpose only

6. This AGM are expected to last for half a day. Shareholders (in person or by proxy) attending this AGM are responsible for their own transportation and accommodation expenses.
7. The address of the office of the board of directors is as follows:
- China Vanke Co., Ltd.*
Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, the PRC
Postal code: 518083
- Contact persons: Ms. Li Yuanyuan, Mr. Xu Zhitao
Tel: 86 (755) 2560 6666
Fax: 86 (755) 2553 1696
8. Each shareholder (or his/her proxy) shall exercise his/her voting rights by way of poll.

As at the date of this notice, the board of directors of the Company 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.