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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)**

**ARRANGEMENTS FOR PAYMENT OF 2022 FINAL DIVIDEND FOR H SHARES  
AND PROVISION OF OPTION TO RECEIVE 2022 FINAL DIVIDEND FOR H SHARES  
IN RENMINBI**

**This announcement is not applicable to distribution of the 2022 Final Dividend to the shareholders of the A shares of the Company. The Company will disclose an announcement at Shenzhen Stock Exchange separately regarding the details of the arrangements of the distribution of the 2022 Final Dividend to the shareholders of the A shares of the Company, which is expected to be distributed on 25 August 2023 (Friday).**

**EXPECTED TIMETABLE**

<b>Cum-dividend date</b>	<b>13 July 2023 (Thursday)</b>
<b>Ex-dividend date</b>	<b>14 July 2023 (Friday)</b>
<b>Latest time to lodge transfer documents for registration with the H Share Registrar of the Company (to determine H Shareholders' eligibility to receive cash dividend)</b>	<b>4:30 p.m. 17 July 2023 (Monday)</b>
<b>Temporary closure of the register of members of H shares (to determine H Shareholders' eligibility to receive cash dividend)</b>	<b>18 July 2023 (Tuesday) to 20 July 2023 (Thursday) (both days inclusive)</b>
<b>Record date for H shares (to determine H Shareholders' eligibility to receive cash dividend)</b>	<b>20 July 2023 (Thursday)</b>
<b>Resumption of register of members of H shares</b>	<b>21 July 2023 (Friday)</b>

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## EXPECTED TIMETABLE

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**Latest time for H Shareholders to return the currency election form to H Share Registrar of the Company** 4:30 p.m. 9 August 2023 (Wednesday)

**Despatch of dividend warrants by ordinary mail at the risk of recipients** 25 August 2023 (Friday)

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*Note: 1. The expected timetable is for indication only and may subject to change. Should there be any change, the Company will make a further announcement in due course with respect to such change.*

*2. All references to dates and time in this announcement are to Hong Kong dates and time.*

*3. If there is a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal or post-super typhoon “extreme conditions” are in force in Hong Kong at or at any time prior to 4:30 p.m. on 9 August 2023, the deadline for return of the election form will be extended.*

## 2022 FINAL CASH DIVIDEND

Reference is made to the 2022 annual results announcement of the Company dated 30 March 2023, the circular for the 2022 annual general meeting dated 31 May 2023, and the announcement which contains resolutions of the 2022 annual general meeting dated 30 June 2023. The resolution regarding the dividend distribution plan for the year 2022 has been duly approved by the shareholders of the Company at the 2022 annual general meeting of the Company.

The Company will pay a total of final dividend for the year ended 31 December 2022 (the “**2022 Final Dividend**”) in cash of RMB8,063,272,365.72. Based on the total number of 11,857,753,479 shares of the Company (the “**Share(s)**”) entitled to the 2022 Final Dividend (after deducted 72,955,992 A shares of the Company repurchased yet not cancelled by the Company), a cash dividend of RMB0.68 (inclusive of applicable tax) will be distributed for every Share held. The 2022 Final Dividend will be paid on 25 August 2023 (Friday) to the shareholders of the H shares of the Company whose names appear on the register of members of the H shares of the Company (the “**H Shareholders**”) at the close of business on 20 July 2023 (Thursday) (the “**Record Date**”).

The 2022 Final Dividend is calculated and declared in Renminbi. Currency option will be provided for the 2022 Final Dividend payable by the Company to the H Shareholders so that the H Shareholders may elect to receive the 2022 Final Dividend wholly in Renminbi or wholly in Hong Kong dollars. If the H Shareholders elect to receive the 2022 Final Dividend wholly in Hong Kong dollars, the dividend shall be converted at the median exchange rate on 3 July 2023 (being the first business day in Hong Kong immediately after the date of the 2022 annual general meeting of the Company at which the 2022 Final Dividend was approved by the shareholders of the Company) between Hong Kong dollars and Renminbi as announced by the People’s Bank of China, which was HK\$1 = RMB0.92065. The 2022 Final Dividend payable by the Company to the H Shareholders calculated based upon such exchange rate shall be HK\$0.738608 per Share (inclusive of applicable tax).

## CURRENCY ELECTION FORM

It is expected that the Company will issue an election form to the H Shareholders on or about 25 July 2023 for the H Shareholders to elect to receive the 2022 Final Dividend wholly in Renminbi.

## PERIOD OF CLOSING THE REGISTER OF MEMBERS

In order to determine the H Shareholders who are entitled to receive the 2022 Final Dividend, the Company's register of members of the H shares will be closed from 18 July 2023 (Tuesday) to 20 July 2023 (Thursday) (both days inclusive), during which period no transfer of the Company's H shares will be registered. In order to be eligible for the 2022 Final Dividend, the H Shareholders whose transfers have not been registered must lodge all transfer documents together with the relevant share certificates to the Company's H share registrar, Computershare Hong Kong Investor Services Limited ("**H Share Registrar of the Company**") at Shops 1712 – 1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on 17 July 2023 (Monday).

## TAXATION ON THE 2022 FINAL DIVIDEND

### H Shareholders

#### *1. Overseas Non-resident Enterprise Shareholders*

According to the Corporate Income Tax Law of the People's Republic of China 《(中華人民共和國企業所得稅法)》, its relevant implementation rules and policies, the Company is required to withhold corporate income tax at the rate of 10% before distributing dividends to non-resident enterprise shareholders whose names appear on the register of members of the H shares of the Company. Any H shares registered in the name of non-individual H Shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise shareholders. Therefore, a corporate income tax at the rate of 10% shall be withheld and deducted from the dividends that they are entitled to receive. Should the H Shareholders wish to change their shareholder status, they shall consult with their nominees or trustees regarding the relevant procedures. The Company will withhold the corporate income tax strictly in accordance with the laws or requirements of the relevant governmental departments and based on the Company's register of members of the H shares on the Record Date.

If any resident enterprise (as defined in the Corporate Income Tax Law of the People's Republic of China 《(中華人民共和國企業所得稅法)》) listed on the Company's register of members of H shares which is duly incorporated in the PRC or under the laws of a foreign country (or a region) but with a PRC-based de facto management body, or any non-residential enterprise from the countries or regions applying a tax rate of less than 10% under tax treaties does not want the Company to withhold the said 10% corporate income tax, it shall submit to H Share Registrar of the Company at or before 4:30 p.m. on 17 July 2023 (Monday) relevant evidencing documents, which shall be handed by the Company to the applicable tax authorities for approval in order to obtain refund on the excess portions of the tax amounts being withheld. If the aforesaid documents are submitted after the aforesaid date but before relevant date of tax return as defined under PRC taxation laws,

the Company will help such enterprise to apply to tax authorities for refund on the excess portions of the tax amounts being withheld.

If any shareholders fails to provide the relevant evidencing documents within the given time which leads to any dispute in relation to the withholding or payment of tax, the Company shall not settle claims and assume no responsibility, and the aforementioned enterprise H Shareholders will need to go through all the formalities in person or by agent in accordance with the PRC taxation laws and regulations.

## **2. Overseas Individual Shareholders**

According to Individual Income Tax Law of the People's Republic of China《(中華人民共和國個人所得稅法)》, its relevant implementation rules and policies, the Company is required to withhold and pay the individual income tax for individual H Shareholders (“**Individual H Shareholders**”) and the Individual H Shareholders are entitled to the relevant tax preferential treatments according to the tax treaties between those countries where the Individual H Shareholders are residents and China and the provisions in respect of tax arrangements between the mainland China and Hong Kong (Macau).

The Company shall withhold and pay the individual income tax at the tax rate of 10% on behalf of the Individual H Shareholders who are Hong Kong residents, Macau residents or residents of those countries having treaties with China on individual income tax rate of 10% on dividends.

For the Individual H Shareholders who are residents of those countries having treaties with China for individual income tax rate on dividends being higher than 10% but lower than 20%, the Company shall withhold the individual income tax at the applicable tax rate according to the relevant treaties.

For the Individual H Shareholders who are residents of those countries without any tax treaties with China or having treaties with China for a 20% individual income tax rate on dividends or who are under other situations, the Company shall withhold the individual income tax at a tax rate of 20%.

If individual holders appear on the Company's register of members of H shares and are citizens from the countries or regions applying a tax rate of less than 10% under tax treaties, the Company may handle applications on their behalf for preferential treatments as stipulated in relevant agreements pursuant to the Notice of the State Administration of Taxation on Issues about the Administrative Measures for Non-residents to Enjoy the Treatments of Tax Treaties (Notice of the State Administration of Taxation [2019] No. 35) 《(國家稅務總局關於發佈〈非居民納稅人享受稅收協定待遇管理辦法〉的公告》(國家稅務總局公告2019年第35號)). Qualified shareholders are required to submit to H Share Registrar of the Company at or before 4:30 p.m. on 17 July 2023 (Monday) relevant evidencing documents, which shall be handed by the Company to the applicable tax authorities for approval, in order to obtain refund on the excess portions of the tax amounts being withheld. If the aforesaid documents are submitted after the aforesaid date but before relevant date of tax return as defined under PRC taxation laws, the Company will help such individuals to apply to tax authorities for refund on the excess portions of the tax amounts being withheld.

The Company will determine the country of domicile of the Individual H Shareholders based on the registered address (the “**Registered Address**”) as recorded in the register of members of the H shares of the Company on the Record Date, and will accordingly withhold and pay the individual income tax. Should there be any inconsistency between the country of domicile of the Individual H Shareholder and the Registered Address, the Individual H Shareholder shall notify the H Share Registrar of the Company and provide relevant supporting documents at or before 4:30 p.m. on 17 July 2023 (Monday). Should the Individual H Shareholders fail to provide the relevant supporting documents to the H Share Registrar of the Company before the abovementioned deadline, the Company will determine the country of domicile of the Individual H Shareholders based on the Registered Address recorded in the H shares register of members of the Company on the Record Date. The Company shall not settle claims and assume no responsibility whatsoever in respect of any claims or disputes arising from the withholding or payment of tax should such claims and disputes arise from delay in or inaccurate determination of the country of domicile of the shareholders of the Company.

### ***3. Investors of Southbound Trading***

For investors (including enterprises and individuals) investing in the H shares of the Company through the Southbound Trading, China Securities Depository and Clearing Corporation Limited\*, as the nominee of the shareholders of the H shares of the Company of Southbound Trading, will receive 2022 Final Dividend distributed by the Company to investors of Southbound Trading and distribute such 2022 Final Dividend to the relevant investors of the H shares of the Company of Southbound Trading through its depository and clearing system. The 2022 Final Dividend for the investors of the H shares of the Company of Southbound Trading will be distributed in Renminbi. Pursuant to the relevant requirements, for dividends to be paid to domestic individual investors in China from investing in the H shares of the Company through Southbound Trading, the Company shall withhold and pay individual income tax at the rate of 20% on behalf of such investors. For dividends to be paid to domestic securities investment funds in China from investing in the H shares of the Company through Southbound Trading, the tax treatment shall be the same as that for individual investors. The Company will not withhold and pay the income tax with respect to the dividends for domestic enterprise investors in China investing in the H shares of the Company through Southbound Trading, who shall report and pay the relevant tax themselves.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders.

## Investors of Northbound Trading

For investors (including enterprises and individuals) investing in the A shares of the Company through the Northbound Trading, their dividends will be distributed in Renminbi by the Company through the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited\* to the account of the nominees holding such shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for such withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may apply to the competent tax authorities for the entitlement of the rate under such tax treaty by themselves. Upon approval by the tax authorities, the paid amount in excess of the tax payable by such enterprises and individuals based on the tax rate according to such tax treaty will be refunded.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the shareholders of the A shares of the Company. The Company will announce the specific arrangements for distribution of the dividends for its A shares separately.

**Investors should note that the Company assumes no responsibility or disclaims any liability in respect of the determination of shareholder status. In accordance with the requirements of tax authorities, the Company will withhold and pay the relevant income tax based on the information recorded in the Company's H shares register of members on the Record Date.**

## RECEIVING AGENT

The Company has appointed Bank of China (Hong Kong) Trustees Ltd. as its receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to the Receiving Agent the 2022 final cash dividend for H shares declared for payment to the H Shareholders. The 2022 Final Dividend will be paid on 25 August 2023 (Friday) and will be despatched to the H Shareholders who are entitled to receive such dividend by cheque via ordinary post at their risk.

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

Shenzhen, the PRC, 3 July 2023

*As at the date of this announcement, the board of directors of the Company comprises Mr. YU Liang, Mr. ZHU Jiusheng and Ms. WANG Yun as executive directors; Mr. XIN Jie, Mr. HU Guobin, Mr. HUANG Liping and Mr. LEI Jiangsong as non-executive directors; and Mr. LIU Tsz Bun Bennett, Mr. LIM Ming Yan, Dr. SHUM Heung Yeung Harry and Mr. ZHANG Yichen as independent non-executive directors.*

\* For identification purpose only