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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)

**CHANGE OF ASSISTANT COMPANY SECRETARY,
ALTERNATE TO AUTHORISED REPRESENTATIVE, PROCESS AGENT
AND AUTHORISED REPRESENTATIVE**

**RESIGNATION OF ASSISTANT COMPANY SECRETARY, ALTERNATE TO AUTHORISED
REPRESENTATIVE, PROCESS AGENT AND AUTHORISED REPRESENTATIVE**

The board of directors (the “**Board**”) of China Vanke Co., Ltd.* (the “**Company**”) hereby announces that Mr. Luk, Chi Chung Peter (“**Mr. Luk**”) has resigned as the assistant company secretary of the Company (the “**Assistant Company Secretary**”), the alternate to authorised representative of the Company and the agent to accept the service of process and notices on behalf of the Company in Hong Kong (the “**Process Agent**”) under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the authorised representative of the Company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), all with effect from 29 January 2018. Mr. Luk confirmed that he has no disagreement with the Board and there are no matter in respect of his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude to Mr. Luk for his valuable contribution to the Company during his tenure of services.

**APPOINTMENT OF ASSISTANT COMPANY SECRETARY, ALTERNATE TO
AUTHORISED REPRESENTATIVE, PROCESS AGENT AND AUTHORISED
REPRESENTATIVE**

The Board further announces that Mr. Chan Wing Kit (“**Mr. Chan**”) has been appointed as the new Assistant Company Secretary, the alternate to authorised representative of the Company and the Process Agent under the Listing Rules and the authorised representative of the Company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 29 January 2018.

Mr. Chan, aged 34, has been a solicitor (as defined in the Legal Practitioners Ordinance (Chapter 159 of the Laws of Hong Kong)) of High Court of Hong Kong since 2008. Mr. Chan graduated with a Bachelor of Laws degree in 2005 and obtained the Postgraduate Certificate in Laws in 2006 from The University of Hong Kong. Mr. Chan joined the Company in 2014. Mr. Chan is currently the in-house lawyer of the Hong Kong Management Department of the Company, mainly responsible for its legal matters in relation to offshore investment and financing. Prior to joining the Company, Mr. Chan worked in an international law firm in Hong Kong, specializing in merger and acquisitions, initial public offerings and corporate finance matters. Mr. Chan possesses more than nine years of experience in corporate and commercial legal matters, Listing Rules compliance and corporate governance issues.

By virtue of Mr. Chan's academic and professional qualifications as well as relevant experience, Mr. Chan satisfies the requirements under Rule 3.28 of the Listing Rules.

The Board would like to extend its welcome to Mr. Chan on his new appointment.

NEW WAIVER FROM STRICT COMPLIANCE FROM RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Pursuant to Rule 3.28 of the Listing Rules, a listed issuer must appoint as its company secretary an individual who, by virtue of his/her academic or professional qualifications or relevant experience, in the opinion of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), is capable of discharging the functions of company secretary.

Reference is made to the announcement of the Company dated 18 March 2016, in relation to a waiver granted to the Company by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the "**Waiver**") in respect of the eligibility of Ms. Zhu Xu ("**Ms. Zhu**") acting as the company secretary of the Company (the "**Company Secretary**") for a period of three years commencing from 18 March 2016, being the date on which Ms. Zhu was appointed as the Company Secretary (the "**Waiver Period**"), on the conditions that (i) Ms. Zhu would be assisted by Mr. Luk as the Assistant Company Secretary during the Waiver Period and the Waiver will be revoked immediately if and when Mr. Luk ceases to provide assistance to Ms. Zhu; and (ii) the Company will notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation.

Upon Mr. Luk's resignation on 29 January 2018, the Waiver was revoked immediately. The Company has therefore appointed Mr. Chan who possesses the academic and professional qualifications and relevant experience as required under Rule 3.28 of the Listing Rules as the Assistant Company Secretary. Mr. Chan will provide assistance to Ms. Zhu to help her to discharge her function as the Company Secretary.

The Company has accordingly applied to the Stock Exchange for, and the Stock Exchange has granted, a new waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules with respect to Ms. Zhu's eligibility as the Company Secretary (the "**New Waiver**") for a period from the date of appointment of Mr. Chan as the Assistant Company Secretary to 17 March 2019 (the "**Remaining Period**"). The New Waiver was granted on the conditions that (i) Ms. Zhu will be assisted by Mr. Chan during the Remaining Period and the New Waiver will be revoked immediately if and when Mr. Chan ceases to provide assistance to Ms. Zhu; and (ii) the Company will notify the Stock Exchange at the end of the Remaining Period for the Stock Exchange to re-visit the situation. It is expected that at the end of the Remaining Period, the Company would be able to demonstrate that Ms. Zhu satisfies the requirements under Rule 3.28 and 8.17 of the Listing Rules having had the benefit of Mr. Chan's assistance, such that a further waiver will not be necessary.

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

Shenzhen, the PRC, 29 January 2018

As at the date of this announcement, the Board comprises Mr. YU Liang, Mr. WANG Wenjin and Mr. ZHANG Xu as executive directors; Mr. LIN Maode, Mr. XIAO Min, Mr. CHEN Xianjun and Mr. SUN Shengdian as non-executive directors; and Mr. KANG Dian, Ms. LIU Shuwei, Mr. NG Kar Ling, Johnny and Mr. LI Qiang as independent non-executive directors.

* *for identification purpose only*