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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 ANNUAL GENERAL MEETING OF 2023

I. CONVENING OF THE AGM

The board of directors (the “**Board**”) of China Vanke Co., Ltd.* (the “**Company**”) hereby announces that the annual general meeting of 2023 (the “**AGM**” or “**Meeting**”) of the Company was held at Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, Guangdong Province, the PRC at 2:30 pm on Tuesday, 30 April 2024. The AGM adopted both on-site voting and A-share online voting.

The AGM was convened by the twentieth session of the Board and chaired by Mr. YU Liang, chairman of the Board. Mr. XIN Jie, Mr. ZHU Jiusheng, Mr. HU Guobin, Mr. HUANG Liping, Mr. LEI Jiansong, Ms. WANG Yun, Mr. LIU Tsz Bun Bennett, Mr. ZHANG Yichen, being directors of the Board, Mr. XIE Dong, being the chairman of the supervisory committee of the Company, Mr. LI Miao and Mr. PAN Zhang Liang, being supervisors of the Company, and other members of the senior management of the Company also attended the AGM either on-site or by correspondence. Guangdong Shu Jin Law Firm, being the Company’s PRC legal advisor, and BDO Limited ^{Note 1} were appointed by the Company to act as the scrutineers for vote-taking at the AGM.

The convening and holding of the AGM 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 AGM was 11,930,709,471 shares, of which the A shares and the H shares were 9,724,196,533 shares and 2,206,512,938 shares respectively. Among which, the total number of shares that entitled the shareholders of the Company (the “Shareholder(s)”) to attend the AGM and vote on the resolutions proposed at the Meeting was 11,857,753,479 shares, of which the A shares and the H shares were 9,651,240,541 shares and 2,206,512,938 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 AGM. No Shareholder who was entitled to attend the AGM was required to abstain from voting in favor of the resolutions proposed to the AGM 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 AGM as having material interests in the matters to be considered at the AGM.

II. ATTENDANCE AT THE AGM

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	74	3,257,623,050	33.7534	358	1,021,646,193	10.5856	432	4,279,269,243	44.3390
H Share	5	399,213,656	18.0925	0	0	0.0000	5	399,213,656	18.0925
Total	79	3,656,836,706	30.8392	358	1,021,646,193	8.6158	437	4,678,482,899	39.4550

III. VOTING RESULTS OF THE AGM

(I) Voting Results

Resolution No.	Resolution name	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 report of the board of directors of the Company for the year 2023	A Share	4,269,655,734	99.7753	5,987,509	0.1399	3,626,000	0.0848
		H Share	387,302,713	97.0164	8,548,911	2.1414	3,362,032	0.8422
		Total	4,656,958,447	99.5399	14,536,420	0.3107	6,988,032	0.1494
2	To consider and approve the report of the supervisory committee of the Company for the year 2023	A Share	4,269,687,334	99.7761	5,964,409	0.1394	3,617,500	0.0845
		H Share	386,679,613	96.8603	8,548,911	2.1414	3,985,132	0.9983
		Total	4,656,366,947	99.5273	14,513,320	0.3102	7,602,632	0.1625

Resolution No.	Resolution name	Types of Shares	Voting results					
			For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
3	To consider and approve the annual report for the year 2023	A Share	4,269,581,834	99.7736	6,031,709	0.1410	3,655,700	0.0854
		H Share	387,156,313	96.9797	8,766,311	2.1959	3,291,032	0.8244
		Total	4,656,738,147	99.5352	14,798,020	0.3163	6,946,732	0.1485
4	To consider and approve the re-appointment of certified public accountants for the year 2024	A Share	4,262,534,731	99.6089	13,291,012	0.3106	3,443,500	0.0805
		H Share	356,149,620	89.2128	40,360,636	10.1100	2,703,400	0.6772
		Total	4,618,684,351	98.7218	53,651,648	1.1468	6,146,900	0.1314
5	To consider and approve the authorisation of the Company and its majority-owned subsidiaries providing financial assistance to affiliated companies	A Share	4,270,496,823	99.7950	5,373,020	0.1256	3,399,400	0.0794
		H Share	393,115,430	98.4724	492,026	0.1232	5,606,200	1.4044
		Total	4,663,612,253	99.6821	5,865,046	0.1254	9,005,600	0.1925
6	To consider and approve the authorisation of guarantee provided by the Company and its majority-owned subsidiaries	A Share	4,265,408,461	99.6761	10,259,382	0.2397	3,601,400	0.0842
		H Share	258,487,056	64.7491	134,096,080	33.5901	6,630,520	1.6608
		Total	4,523,895,517	96.6958	144,355,462	3.0855	10,231,920	0.2187
7	To consider and approve the revised System of Independent Directors	A Share	4,197,676,849	98.0933	77,873,794	1.8198	3,718,600	0.0869
		H Share	180,095,153	45.1125	214,539,203	53.7404	4,579,300	1.1471
		Total	4,377,772,002	93.5725	292,412,997	6.2502	8,297,900	0.1773
8	To consider and approve the profit distribution plan for the year 2023	A Share	4,268,629,904	99.7514	7,382,539	0.1725	3,256,800	0.0761
		H Share	395,435,930	99.0537	3,509,826	0.8792	267,900	0.0671
		Total	4,664,065,834	99.6918	10,892,365	0.2328	3,524,700	0.0754
9	To consider and approve the resolution in relation to the general mandate to issue additional H shares	A Share	4,214,989,973	98.4979	60,926,370	1.4238	3,352,900	0.0783
		H Share	170,200,332	42.6339	228,994,724	57.3614	18,600	0.0047
		Total	4,385,190,305	93.7310	289,921,094	6.1969	3,371,500	0.0721

For the resolutions proposed at the AGM, each of Resolutions 1 to 7 were ordinary resolutions and the votes cast in favor of the resolutions were more than 50% of shares with voting rights represented by the shareholders attending the AGM; Resolutions 8 to 9 were special resolutions, and the votes cast in favor of the resolutions were more than two-thirds of shares with voting rights represented by the shareholders attending the AGM, therefore all the resolutions proposed to the AGM were duly approved. For details of the aforementioned resolutions, please refer to the notice of the AGM and the circular of the AGM dated 8 April 2024.

(II) Separate Vote Counting Results of Resolutions Involving Minority Shareholders

RESOLUTIONS VOTED BY NON-ACCUMULATIVE VOTING SYSTEM								
Resolution No.	Resolution name	Types of Shares	Voting results					
			For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
4	To consider and approve the re-appointment of certified public accountants for the year 2024	A Share	1,010,184,050	98.3839	13,291,012	1.2944	3,302,500	0.3217
		H Share	356,149,620	89.2128	40,360,636	10.1100	2,703,400	0.6772
		Total	1,366,333,670	95.8164	53,651,648	3.7624	6,005,900	0.4212
5	To consider and approve the authorisation of the Company and its majority-owned subsidiaries providing financial assistance to affiliated companies	A Share	1,018,146,142	99.1594	5,373,020	0.5233	3,258,400	0.3173
		H Share	393,115,430	98.4724	492,026	0.1232	5,606,200	1.4044
		Total	1,411,261,572	98.9671	5,865,046	0.4113	8,864,600	0.6216
6	To consider and approve the authorisation of guarantee provided by the Company and its majority-owned subsidiaries	A Share	1,013,057,780	98.6638	10,259,382	0.9992	3,460,400	0.3370
		H Share	258,487,056	64.7491	134,096,080	33.5901	6,630,520	1.6608
		Total	1,271,544,836	89.1692	144,355,462	10.1232	10,090,920	0.7076
8	To consider and approve the profit distribution plan for the year 2023	A Share	1,016,279,223	98.9775	7,382,539	0.7190	3,115,800	0.3035
		H Share	395,435,930	99.0537	3,509,826	0.8792	267,900	0.0671
		Total	1,411,715,153	98.9989	10,892,365	0.7638	3,383,700	0.2373
9	To consider and approve the resolution in relation to the general mandate to issue additional H shares	A Share	962,639,292	93.7534	60,926,370	5.9337	3,211,900	0.3129
		H Share	170,200,332	42.6339	228,994,724	57.3614	18,600	0.0047
		Total	1,132,839,624	79.4423	289,921,094	20.3312	3,230,500	0.2265

Note 2: Minority shareholders refer to shareholders other than directors, supervisors, senior management and shareholders who severally or jointly hold more than 5% of the Company's shares.

IV. LEGAL OPINION ISSUED BY LAWYERS

1. Name of law firm: Guangdong Shu Jin Law Firm
2. Name of lawyers: MA Yunyan and DONG Chu
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 and requirements of the Articles of Association. The voting procedures and voting results were legal and valid.

Note 1: 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 Standard on Review Engagements or Hong Kong Standard on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance of the voting results or 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, 30 April 2024

As at the date of this announcement, the Board 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 Jiansong 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