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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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by Vanke Overseas Investment Holding Company Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of the Company proposed to (i) make certain amendments (the “**Proposed Amendments**”) to the existing articles of association of the Company (the “**Articles of Association**”) for the purpose of, among others, bringing the Articles of Association up to date and in line with the latest regulatory requirements in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and the relevant amendments made to Listing Rules which took effect from 31 December 2023; and (ii) adopt the new memorandum of association and articles of association of the Company incorporating and consolidating the Proposed Amendments (the “**New Memorandum and Articles of Association**”).

The Proposed Amendments as well as the adoption of the New Memorandum and Articles of Association are subject to approval by shareholders of the Company by way of special resolution at the annual general meeting of the Company to be held on 14 June 2024 (or at any adjourned meeting thereof) (the “**AGM**”). A circular of the Company containing, among others, detailed information of the Proposed Amendments together with the notice of the AGM will be dispatched to shareholders of the Company in compliance with the Listing Rules and the Articles of Association on the date of this announcement.

By order of the board of
**VANKE OVERSEAS INVESTMENT HOLDING
COMPANY LIMITED**

Yip Hoi Man

Executive Director and Chief Executive Officer

Hong Kong, 23 May 2024

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

Executive Directors:

Mr. Sun Jia (Chairman), Ms. Yip Hoi Man (Chief Executive Officer), Mr. Ding Changfeng

Non-Executive Director:

Ms. Han Huihua

Independent Non-Executive Directors (in alphabetical order):

Mr. Ching Hiu Yuen, Mr. Choi Fan Wai, Mr. Zhang Anzhi