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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)**

**ANNOUNCEMENT ON RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF 2021,  
THE FIRST A SHAREHOLDERS CLASS MEETING OF 2022,  
THE FIRST H SHAREHOLDERS CLASS MEETING OF 2022**

## **CONVENING OF THE MEETINGS**

The board of directors (the “**Board**”) of China Vanke Co., Ltd.\* (the “**Company**”) hereby announces that the annual general meeting of 2021 (the “**AGM**”), the First A Shareholders Class Meeting of 2022 (the “**A Shareholders Class Meeting**”) and the First H Shareholders Class Meeting of 2022 (the “**H Shareholders Class Meeting**”) (collectively referred as the “**Meetings**”) of the Company was held at Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, the PRC at 15:00 on 28 June 2022. The Meetings adopted both onsite voting and, for the shareholders of A shares only, online voting. The Meetings were convened by the nineteenth session of the Board and chaired by Mr. YU Liang, chairman of the Board. Mr. ZHU Jiusheng and Mr. WANG Haiwu, both being directors, Mr. XIE Dong, being the chairman of supervisory committee and other members of the senior management of the Company also attended the Meetings. Guangdong Shu Jin Law Firm, being the Company’s PRC legal advisor, and BDO Limited<sup>Note</sup> were appointed by the Company to act as the scrutineers for vote-taking at the Meetings.

The convening and holding of the Meetings 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 and the requirements of the articles of association of the Company (the “**Articles of Association**”).

The total number of issued shares of the Company as at the date of the Meetings was 11,625,383,375 shares, of which the A shares and the H shares were 9,724,196,533 shares and 1,901,186,842 shares respectively. Among which, the total number of eligible shares that entitled the shareholders of the Company to attend the Meetings and vote on the resolutions proposed at the Meetings was 11,557,717,683 shares (A shares in the Company’s repurchased securities account are not entitled to vote at the Meetings), of which the A shares and the H shares were 9,656,530,841 shares and 1,901,186,842 shares respectively.

To the best knowledge 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 Meetings. No shareholder who was entitled to attend the Meetings was required to abstain from voting in favor of the resolutions proposed to the Meetings pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), or was required under the Listing Rules to abstain from voting at the Meetings.

## ATTENDANCE AT THE MEETINGS

### 1. 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	Number of Shares represented	As a percentage of the total number of Shares of the respective class with voting right	Number	Number of Shares represented	As a percentage of the total number of Shares of the respective class with voting right
A Share	65	3,277,012,213	33.9357	621	1,609,002,260	16.6623	686	4,886,014,473	50.5980
H Share	1	964,646,930	50.7392	0	0	0.0000	1	964,646,930	50.7392
Total	66	4,241,659,143	36.6998	621	1,609,002,260	13.9215	687	5,850,661,403	50.6213

### 2. A Shareholders Class Meeting

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	65	3,276,932,061	33.9349	621	1,609,002,260	16.6623	686	4,885,934,321	50.5972

### 3. H Shareholders Class Meeting

Class	Number of Shareholders and proxies attending the on-site meeting		
	Number of people	Number of Shares represented	As a percentage of the total number of Shares of the respective class with voting right
H Share	1	920,551,722	48.4198

## RESOLUTIONS CONSIDERED AND VOTING RESULTS

### 1. Voting results of proposed resolutions at the AGM

Ordinary Resolutions		Voting results						
		Types of Shares	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 2021	A Share	4,880,637,512	99.8900	5,169,861	0.1058	207,100	0.0042
		H Share	961,764,844	99.7012	12,500	0.0013	2,869,586	0.2975
		<b>Total</b>	<b>5,842,402,356</b>	<b>99.8588</b>	<b>5,182,361</b>	<b>0.0886</b>	<b>3,076,686</b>	<b>0.0526</b>
2	To consider and approve the report of the supervisory committee of the Company for the year 2021	A Share	4,880,609,812	99.8894	5,200,361	0.1064	204,300	0.0042
		H Share	961,764,844	99.7012	12,500	0.0013	2,869,586	0.2975
		<b>Total</b>	<b>5,842,374,656</b>	<b>99.8584</b>	<b>5,212,861</b>	<b>0.0891</b>	<b>3,073,886</b>	<b>0.0525</b>
3	To consider and approve the annual report for the year 2021	A Share	4,880,667,112	99.8906	5,129,061	0.1050	218,300	0.0044
		H Share	961,764,844	99.7012	12,500	0.0013	2,869,586	0.2975
		<b>Total</b>	<b>5,842,431,956</b>	<b>99.8593</b>	<b>5,141,561</b>	<b>0.0879</b>	<b>3,087,886</b>	<b>0.0528</b>
4	To consider and approve the re-appointment of certified public accountants for the year 2022	A Share	4,862,173,150	99.5120	22,310,612	0.4566	1,530,711	0.0314
		H Share	885,982,019	91.8452	78,664,911	8.1548	0	0.0000
		<b>Total</b>	<b>5,748,155,169</b>	<b>98.2480</b>	<b>100,975,523</b>	<b>1.7259</b>	<b>1,530,711</b>	<b>0.0261</b>
5	To consider and approve the authorisation of the Company and its majority-owned subsidiaries providing financial assistance to third parties	A Share	4,879,092,498	99.8583	6,699,575	0.1371	222,400	0.0046
		H Share	960,543,997	99.5747	4,102,933	0.4253	0	0.0000
		<b>Total</b>	<b>5,839,636,495</b>	<b>99.8116</b>	<b>10,802,508</b>	<b>0.1846</b>	<b>222,400</b>	<b>0.0038</b>
6	To consider and approve the authorisation of guarantee by the Company to its majority-owned subsidiaries	A Share	4,701,825,570	96.2303	183,226,603	3.7500	962,300	0.0197
		H Share	292,030,451	30.2733	672,286,079	69.6924	330,400	0.0343
		<b>Total</b>	<b>4,993,856,021</b>	<b>85.3554</b>	<b>855,512,682</b>	<b>14.6225</b>	<b>1,292,700</b>	<b>0.0221</b>

Ordinary Resolutions		Voting results						
		Types of Shares	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
7	To consider and approve the resolution in relation to the dividend distribution plan for the year 2021	A Share	4,881,293,423	99.9034	4,639,950	0.0950	81,100	0.0016
		H Share	964,646,930	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>5,845,940,353</b>	<b>99.9193</b>	<b>4,639,950</b>	<b>0.0793</b>	<b>81,100</b>	<b>0.0014</b>
Special resolutions		Voting results						
		Types of Shares	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
8	To consider and approve the scrip dividend scheme for H Shares in dividend distribution for the year 2021	A Share	4,878,934,812	99.8551	7,032,161	0.1439	47,500	0.0010
		H Share	964,646,930	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>5,843,581,742</b>	<b>99.8790</b>	<b>7,032,161</b>	<b>0.1202</b>	<b>47,500</b>	<b>0.0008</b>

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; Resolution 8 was a special resolution, and the votes cast in favor of the resolution 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 and the circular of the AGM and H Shareholders Class Meeting dated 7 June 2022.

## 2. Voting results of shareholders individually holding less than 5% of the Company's shares (small and medium investors) at the AGM

Resolutions		Voting results						
		Types of Shares	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 2022	A Share	1,049,308,351	97.7784	22,310,612	2.0790	1,530,711	0.1426
		H Share	885,982,019	91.8452	78,664,911	8.1548	0	0.0000
		<b>Total</b>	<b>1,935,290,370</b>	<b>94.9698</b>	<b>100,975,523</b>	<b>4.9551</b>	<b>1,530,711</b>	<b>0.0751</b>

Resolutions		Voting results						
		Types of Shares	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
5	To consider and approve the authorisation of the Company and its majority-owned subsidiaries providing financial assistance to third parties	A Share	1,066,227,699	99.3550	6,699,575	0.6243	222,400	0.0207
		H Share	960,543,997	99.5747	4,102,933	0.4253	0	0.0000
		<b>Total</b>	<b>2,026,771,696</b>	<b>99.4590</b>	<b>10,802,508</b>	<b>0.5301</b>	<b>222,400</b>	<b>0.0109</b>
6	To consider and approve the authorisation of guarantee by the Company to its majority-owned subsidiaries	A Share	888,960,771	82.8366	183,226,603	17.0737	962,300	0.0897
		H Share	292,030,451	30.2733	672,286,079	69.6924	330,400	0.0343
		<b>Total</b>	<b>1,180,991,222</b>	<b>57.9543</b>	<b>855,512,682</b>	<b>41.9822</b>	<b>1,292,700</b>	<b>0.0635</b>
7	To consider and approve the resolution in relation to the dividend distribution plan for the year 2021	A Share	1,068,428,624	99.5601	4,639,950	0.4324	81,100	0.0075
		H Share	964,646,930	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>2,033,075,554</b>	<b>99.7683</b>	<b>4,639,950</b>	<b>0.2277</b>	<b>81,100</b>	<b>0.0040</b>
8	To consider and approve the scrip dividend scheme for H Shares in dividend distribution for the year 2021	A Share	1,066,070,013	99.3403	7,032,161	0.6553	47,500	0.0044
		H Share	964,646,930	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>2,030,716,943</b>	<b>99.6526</b>	<b>7,032,161</b>	<b>0.3451</b>	<b>47,500</b>	<b>0.0023</b>

### 3. Voting results of resolutions proposed at the Class Meetings of Shareholders

Special resolution		Voting results						
		Class of Meetings	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
1	To consider and approve the scrip dividend scheme for H Shares in dividend distribution for the year 2021	A Shareholders Class Meeting	4,878,854,660	99.8551	7,032,161	0.1439	47,500	0.0010
		H Shareholders Class Meeting	920,393,730	99.9828	157,992	0.0172	0	0.0000

The resolution proposed at the Class Meetings of Shareholders was a special resolution. The number of votes being casted in favor of the resolution must be more than two-thirds of shares with voting rights represented by the shareholders attending the A Shareholders Class Meeting and H Shareholders Class Meeting respectively. Since the above condition has been fulfilled, the above resolution was duly approved. For details of the aforementioned resolution, please refer to the notice and the circular of the AGM and H Shareholders Class Meeting dated 7 June 2022 of the Company.

### 4. Voting results of shareholders individually holding less than 5% of the Company's shares (small and medium investors) at the A Shareholders Class Meeting

Special resolution		Voting results						
		Class of Meetings	For		Against		Abstain	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
1	To consider and approve the scrip dividend scheme for H Shares in dividend distribution for the year 2021	A Shareholders Class Meeting	1,065,989,861	99.3402	7,032,161	0.6553	47,500	0.0045

## LEGAL OPINION ISSUED BY LAWYERS

1. Name of law firm: Guangdong Shu Jin Law Firm
2. Name of lawyers: Ma Yunyan, Wang Cuiping
3. Conclusive opinion: The convention of and procedures for holding the Meetings, as well as the eligibility of persons attending the Meetings and the convenor of the Meetings were in compliance with the relevant rules and regulations including the Company Law, Rules on Shareholders' Meetings of Listed Companies and requirements of the Articles of Association. The voting procedures and voting results were legal and valid.

*Note:*

*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 Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of 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, 28 June 2022

*As at the date of this announcement, the Board 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 Jiansong 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.*

\* For identification purpose only