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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 FIRST EXTRAORDINARY GENERAL MEETING OF 2023**

### **CONVENING OF THE MEETING**

The board of directors (the “**Board**”) of China Vanke Co., Ltd.\* (the “**Company**”) hereby announced that the First Extraordinary General Meeting of 2023 (the “**EGM**” or the “**Meeting**”) of the Company was held at Vanke Center, 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, the PRC at 3:00 p.m. on Wednesday, 8 March 2023. The Meeting adopted both onsite voting and A-share online voting.

The Meeting was 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 of the Company, Mr. XIE Dong, chairman of the supervisory committee of the Company, and other members of the senior management of the Company also attended the Meeting in the physical way. Guangdong Shu Jin Law Firm, being the Company’s PRC legal advisor, and BDO Limited<sup>Note 1</sup> were appointed by the Company to act as the scrutineers for vote-taking at the Meeting.

The convening and holding of the Meeting 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 Meeting was 11,630,709,471 shares, of which the A shares and the H shares were 9,724,196,533 shares and 1,906,512,938 shares respectively. Among which, the total number of shares that entitled the shareholders of the Company (the “**Shareholder(s)**”) to attend the Meeting and vote on the resolutions proposed at the Meeting was 11,557,753,479 shares, of which the A shares and the H shares were 9,651,240,541 shares and 1,906,512,938 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 Meeting. No Shareholder who was entitled to attend the Meeting was required to abstain from voting in favor of the resolutions proposed to the Meeting 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 Meeting as having material interests in the matters to be considered at the Meeting.

## ATTENDANCE AT THE 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      | 38   | 3,266,984,956                | 33.8504   | 2550   | 1,866,745,790                | 19.3420   | 2588               | 5,133,730,746                | 53.1924   |
| H Share      | 3  | 945,075,412                  | 49.5709   | 0  | 0                            | 0.0000  | 3                  | 945,075,412                  | 49.5709   |
| <b>Total</b> | <b>41</b>  | <b>4,212,060,368</b>         | <b>36.4436</b>  | <b>2550</b>  | <b>1,866,745,790</b>         | <b>16.1515</b>  | <b>2591</b>        | <b>6,078,806,158</b>         | <b>52.5951</b>  |

## VOTING RESULTS OF THE MEETING

The voting results of the proposed resolutions at the EGM are as follows:

### (I) Voting Results

| Resolution No. | Special Resolutions   | Types of Shares | Voting results       |                |                   |                |                   |                |
|----------------|---|-----------------|----------------------|----------------|-------------------|----------------|-------------------|----------------|
|                |   |                 | For                  |                | Against           |                | Abstain           |                |
|                |   |                 | Number of votes      | Percentage (%) | Number of votes   | Percentage (%) | Number of votes   | Percentage (%) |
| 1              | The resolution regarding compliance of the Company with conditions of the non-public issuance of A Shares | A Share         | 5,058,719,193        | 98.5388        | 55,269,237        | 1.0766         | 19,742,316        | 0.3846         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,476,705</b> | <b>98.6127</b> | <b>64,587,137</b> | <b>1.0625</b>  | <b>19,742,316</b> | <b>0.3248</b>  |
| 2              | The resolution regarding the Company's proposal for the non-public issuance of A Shares of the Company    |                 |                      |                |                   |                |                   |                |
| 2.01           | Class and par value of Shares to be issued  | A Share         | 5,058,833,115        | 98.5411        | 54,727,315        | 1.0660         | 20,170,316        | 0.3929         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,590,627</b> | <b>98.6146</b> | <b>64,045,215</b> | <b>1.0536</b>  | <b>20,170,316</b> | <b>0.3318</b>  |
| 2.02           | Method and time of issue  | A Share         | 5,058,461,715        | 98.5338        | 55,013,715        | 1.0716         | 20,255,316        | 0.3946         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,219,227</b> | <b>98.6085</b> | <b>64,331,615</b> | <b>1.0583</b>  | <b>20,255,316</b> | <b>0.3332</b>  |

| Resolution No. | Special Resolutions   | Types of Shares | Voting results       |                |                   |                |                   |                |
|----------------|---|-----------------|----------------------|----------------|-------------------|----------------|-------------------|----------------|
|                |   |                 | For                  |                | Against           |                | Abstain           |                |
|                |   |                 | Number of votes      | Percentage (%) | Number of votes   | Percentage (%) | Number of votes   | Percentage (%) |
| 2.03           | Target subscribers and subscription method  | A Share         | 5,058,258,515        | 98.5299        | 55,226,915        | 1.0758         | 20,245,316        | 0.3943         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,016,027</b> | <b>98.6052</b> | <b>64,544,815</b> | <b>1.0618</b>  | <b>20,245,316</b> | <b>0.3330</b>  |
| 2.04           | Issue price and pricing method  | A Share         | 5,054,723,535        | 98.4610        | 59,117,195        | 1.1515         | 19,890,016        | 0.3875         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,990,481,047</b> | <b>98.5470</b> | <b>68,435,095</b> | <b>1.1258</b>  | <b>19,890,016</b> | <b>0.3272</b>  |
| 2.05           | Number of Shares to be issued   | A Share         | 5,058,482,015        | 98.5342        | 54,903,315        | 1.0695         | 20,345,416        | 0.3963         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,239,527</b> | <b>98.6088</b> | <b>64,221,215</b> | <b>1.0565</b>  | <b>20,345,416</b> | <b>0.3347</b>  |
| 2.06           | Arrangements for lock-up period   | A Share         | 5,058,455,115        | 98.5337        | 54,883,115        | 1.0691         | 20,392,516        | 0.3972         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,212,627</b> | <b>98.6084</b> | <b>64,201,015</b> | <b>1.0561</b>  | <b>20,392,516</b> | <b>0.3355</b>  |
| 2.07           | Place of listing  | A Share         | 5,059,055,693        | 98.5454        | 54,333,337        | 1.0584         | 20,341,716        | 0.3962         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,813,205</b> | <b>98.6183</b> | <b>63,651,237</b> | <b>1.0471</b>  | <b>20,341,716</b> | <b>0.3346</b>  |
| 2.08           | Arrangement of accumulated undistributed profits before the non-public issuance of A Shares       | A Share         | 5,058,588,715        | 98.5363        | 54,670,615        | 1.0649         | 20,471,416        | 0.3988         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,346,227</b> | <b>98.6106</b> | <b>63,988,515</b> | <b>1.0526</b>  | <b>20,471,416</b> | <b>0.3368</b>  |
| 2.09           | Amount and use of proceeds  | A Share         | 5,058,484,915        | 98.5343        | 54,297,815        | 1.0577         | 20,948,016        | 0.4080         |
|                |   | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |   | <b>Total</b>    | <b>5,993,652,657</b> | <b>98.5992</b> | <b>63,615,715</b> | <b>1.0465</b>  | <b>21,537,786</b> | <b>0.3543</b>  |
| 2.10           | Validity period of the resolution of the non-public issuance of A Shares                          | A Share         | 5,058,858,715        | 98.5416        | 54,386,615        | 1.0594         | 20,485,416        | 0.3990         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,994,616,227</b> | <b>98.6150</b> | <b>63,704,515</b> | <b>1.0480</b>  | <b>20,485,416</b> | <b>0.3370</b>  |
| 3              | The resolution regarding the Company's plan of the non-public issuance of A Shares of the Company | A Share         | 5,058,076,515        | 98.5263        | 55,844,315        | 1.0878         | 19,809,916        | 0.3859         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>5,993,834,027</b> | <b>98.6022</b> | <b>65,162,215</b> | <b>1.0720</b>  | <b>19,809,916</b> | <b>0.3258</b>  |

| Resolution No. | Special Resolutions  | Types of Shares | Voting results       |                |                   |                |                   |                |
|----------------|--|-----------------|----------------------|----------------|-------------------|----------------|-------------------|----------------|
|                |  |                 | For                  |                | Against           |                | Abstain           |                |
|                |  |                 | Number of votes      | Percentage (%) | Number of votes   | Percentage (%) | Number of votes   | Percentage (%) |
| 4              | The resolution regarding feasibility research report of the Company's non-public issuance of A Shares to raise funds for investment projects   | A Share         | 5,058,246,815        | 98.5296        | 54,822,315        | 1.0679         | 20,661,616        | 0.4025         |
|                |  | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>5,993,414,557</b> | <b>98.5953</b> | <b>64,140,215</b> | <b>1.0551</b>  | <b>21,251,386</b> | <b>0.3496</b>  |
| 5              | The resolution regarding the report on the use of proceeds previously raised by the Company  | A Share         | 5,067,844,483        | 98.7166        | 44,906,069        | 0.8747         | 20,980,194        | 0.4087         |
|                |  | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>6,003,012,225</b> | <b>98.7531</b> | <b>54,223,969</b> | <b>0.8920</b>  | <b>21,569,964</b> | <b>0.3549</b>  |
| 6              | The resolution regarding the dilution of current shareholders' returns as a result of the non-public issuance of A Shares of the Company and proposed remedial measures  | A Share         | 5,058,299,515        | 98.5307        | 55,145,437        | 1.0742         | 20,285,794        | 0.3951         |
|                |  | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |  | <b>Total</b>    | <b>5,994,057,027</b> | <b>98.6058</b> | <b>64,463,337</b> | <b>1.0605</b>  | <b>20,285,794</b> | <b>0.3337</b>  |
| 7              | The resolution regarding the shareholders' dividend return plan of the Company for the three years from 2023 to 2025   | A Share         | 5,073,369,693        | 98.8242        | 39,694,159        | 0.7732         | 20,666,894        | 0.4026         |
|                |  | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>6,008,537,435</b> | <b>98.8440</b> | <b>49,012,059</b> | <b>0.8063</b>  | <b>21,256,664</b> | <b>0.3497</b>  |
| 8              | The resolution regarding the authorization by the Meeting to the Board and/or its authorised persons to proceed with the relevant matters related to the non-public issuance at its/their sole discretion                          | A Share         | 5,058,483,493        | 98.5343        | 55,202,037        | 1.0753         | 20,045,216        | 0.3904         |
|                |  | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |  | <b>Total</b>    | <b>5,994,241,005</b> | <b>98.6089</b> | <b>64,519,937</b> | <b>1.0614</b>  | <b>20,045,216</b> | <b>0.3297</b>  |
| 9              | The resolution regarding the report on the demonstration and analysis of the proposal to Issue A Shares to specific subscribers by the Company and the authorization to the Board and/or its authorized persons in respect thereof | A Share         | 5,057,817,135        | 98.5213        | 47,153,337        | 0.9185         | 28,760,274        | 0.5602         |
|                |  | H Share         | 935,055,442          | 98.9398        | 9,430,200         | 0.9978         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>5,992,872,577</b> | <b>98.5863</b> | <b>56,583,537</b> | <b>0.9308</b>  | <b>29,350,044</b> | <b>0.4829</b>  |

All the resolutions proposed to the EGM were duly approved, with the votes cast in favor of the resolutions being more than two-thirds of shares with voting rights represented by the Shareholders attending the EGM. For details of the aforementioned resolutions, please refer to the circular of the EGM dated 13 February 2023 and the supplemental circular of the EGM dated 21 February 2023.

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

| Resolution No. | Special Resolutions   | Types of Shares | Voting results       |                |                   |                |                   |                |
|----------------|---|-----------------|----------------------|----------------|-------------------|----------------|-------------------|----------------|
|                |   |                 | For                  |                | Against           |                | Abstain           |                |
|                |   |                 | Number of votes      | Percentage (%) | Number of votes   | Percentage (%) | Number of votes   | Percentage (%) |
| 1              | The resolution regarding compliance of the Company with conditions of the non-public issuance of A Shares | A Share         | 1,244,337,894        | 94.3145        | 55,269,237        | 4.1891         | 19,742,316        | 1.4964         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,180,095,406</b> | <b>96.2759</b> | <b>64,587,137</b> | <b>2.8523</b>  | <b>19,742,316</b> | <b>0.8718</b>  |
| 2              | The resolution regarding the Company's proposal for the non-public issuance of A Shares of the Company    |                 |                      |                |                   |                |                   |                |
| 2.01           | Class and par value of Shares to be issued  | A Share         | 1,244,451,816        | 94.3231        | 54,727,315        | 4.1481         | 20,170,316        | 1.5288         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,180,209,328</b> | <b>96.2809</b> | <b>64,045,215</b> | <b>2.8283</b>  | <b>20,170,316</b> | <b>0.8908</b>  |
| 2.02           | Method and time of issue  | A Share         | 1,244,080,416        | 94.2950        | 55,013,715        | 4.1698         | 20,255,316        | 1.5352         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,179,837,928</b> | <b>96.2645</b> | <b>64,331,615</b> | <b>2.8410</b>  | <b>20,255,316</b> | <b>0.8945</b>  |
| 2.03           | Target subscribers and subscription method  | A Share         | 1,243,877,216        | 94.2796        | 55,226,915        | 4.1859         | 20,245,316        | 1.5345         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,179,634,728</b> | <b>96.2556</b> | <b>64,544,815</b> | <b>2.8504</b>  | <b>20,245,316</b> | <b>0.8940</b>  |
| 2.04           | Issue price and pricing method  | A Share         | 1,240,342,236        | 94.0117        | 59,117,195        | 4.4808         | 19,890,016        | 1.5075         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,176,099,748</b> | <b>96.0994</b> | <b>68,435,095</b> | <b>3.0222</b>  | <b>19,890,016</b> | <b>0.8784</b>  |
| 2.05           | Number of Shares to be issued   | A Share         | 1,244,100,716        | 94.2965        | 54,903,315        | 4.1614         | 20,345,416        | 1.5421         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,179,858,228</b> | <b>96.2654</b> | <b>64,221,215</b> | <b>2.8361</b>  | <b>20,345,416</b> | <b>0.8985</b>  |
| 2.06           | Arrangements for lock-up period   | A Share         | 1,244,073,816        | 94.2945        | 54,883,115        | 4.1599         | 20,392,516        | 1.5456         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,179,831,328</b> | <b>96.2642</b> | <b>64,201,015</b> | <b>2.8352</b>  | <b>20,392,516</b> | <b>0.9006</b>  |
| 2.07           | Place of listing  | A Share         | 1,244,674,394        | 94.3400        | 54,333,337        | 4.1182         | 20,341,716        | 1.5418         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,180,431,906</b> | <b>96.2908</b> | <b>63,651,237</b> | <b>2.8109</b>  | <b>20,341,716</b> | <b>0.8983</b>  |
| 2.08           | Arrangement of accumulated undistributed profits before the non-public issuance of A Shares               | A Share         | 1,244,207,416        | 94.3046        | 54,670,615        | 4.1438         | 20,471,416        | 1.5516         |
|                |   | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |   | <b>Total</b>    | <b>2,179,964,928</b> | <b>96.2701</b> | <b>63,988,515</b> | <b>2.8258</b>  | <b>20,471,416</b> | <b>0.9041</b>  |

| Resolution No. | Special Resolutions  | Types of Shares | Voting results       |                |                   |                |                   |                |
|----------------|--|-----------------|----------------------|----------------|-------------------|----------------|-------------------|----------------|
|                |  |                 | For                  |                | Against           |                | Abstain           |                |
|                |  |                 | Number of votes      | Percentage (%) | Number of votes   | Percentage (%) | Number of votes   | Percentage (%) |
| 2.09           | Amount and use of proceeds   | A Share         | 1,244,103,616        | 94.2967        | 54,297,815        | 4.1155         | 20,948,016        | 1.5878         |
|                |  | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>2,179,271,358</b> | <b>96.2395</b> | <b>63,615,715</b> | <b>2.8094</b>  | <b>21,537,786</b> | <b>0.9511</b>  |
| 2.10           | Validity period of the resolution of the non-public issuance of A Shares   | A Share         | 1,244,477,416        | 94.3251        | 54,386,615        | 4.1222         | 20,485,416        | 1.5527         |
|                |  | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |  | <b>Total</b>    | <b>2,180,234,928</b> | <b>96.2821</b> | <b>63,704,515</b> | <b>2.8133</b>  | <b>20,485,416</b> | <b>0.9046</b>  |
| 3              | The resolution regarding the Company's plan of the non-public issuance of A Shares of the Company  | A Share         | 1,243,695,216        | 94.2658        | 55,844,315        | 4.2327         | 19,809,916        | 1.5015         |
|                |  | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |  | <b>Total</b>    | <b>2,179,452,728</b> | <b>96.2475</b> | <b>65,162,215</b> | <b>2.8776</b>  | <b>19,809,916</b> | <b>0.8749</b>  |
| 4              | The resolution regarding feasibility research report of the Company's non-public issuance of A Shares to raise funds for investment projects   | A Share         | 1,243,865,516        | 94.2787        | 54,822,315        | 4.1553         | 20,661,616        | 1.5660         |
|                |  | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>2,179,033,258</b> | <b>96.2290</b> | <b>64,140,215</b> | <b>2.8325</b>  | <b>21,251,386</b> | <b>0.9385</b>  |
| 5              | The resolution regarding the report on the use of proceeds previously raised by the Company  | A Share         | 1,253,463,184        | 95.0062        | 44,906,069        | 3.4037         | 20,980,194        | 1.5901         |
|                |  | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>2,188,630,926</b> | <b>96.6528</b> | <b>54,223,969</b> | <b>2.3946</b>  | <b>21,569,964</b> | <b>0.9526</b>  |
| 6              | The resolution regarding the dilution of current shareholders' returns as a result of the non-public issuance of A Shares of the Company and proposed remedial measures  | A Share         | 1,243,918,216        | 94.2827        | 55,145,437        | 4.1797         | 20,285,794        | 1.5376         |
|                |  | H Share         | 935,757,512          | 99.0141        | 9,317,900         | 0.9859         | 0                 | 0.0000         |
|                |  | <b>Total</b>    | <b>2,179,675,728</b> | <b>96.2574</b> | <b>64,463,337</b> | <b>2.8468</b>  | <b>20,285,794</b> | <b>0.8958</b>  |
| 7              | The resolution regarding the shareholders' dividend return plan of the Company for the three years from 2023 to 2025   | A Share         | 1,258,988,394        | 95.4249        | 39,694,159        | 3.0086         | 20,666,894        | 1.5665         |
|                |  | H Share         | 935,167,742          | 98.9517        | 9,317,900         | 0.9859         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>2,194,156,136</b> | <b>96.8968</b> | <b>49,012,059</b> | <b>2.1644</b>  | <b>21,256,664</b> | <b>0.9388</b>  |
| 9              | The resolution regarding the report on the demonstration and analysis of the proposal to Issue A Shares to specific subscribers by the Company and the authorization to the Board and/or its authorized persons in respect thereof | A Share         | 1,243,435,836        | 94.2461        | 47,153,337        | 3.5740         | 28,760,274        | 2.1799         |
|                |  | H Share         | 935,055,442          | 98.9398        | 9,430,200         | 0.9978         | 589,770           | 0.0624         |
|                |  | <b>Total</b>    | <b>2,178,491,278</b> | <b>96.2051</b> | <b>56,583,537</b> | <b>2.4988</b>  | <b>29,350,044</b> | <b>1.2961</b>  |

*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.*

### **(III) LEGAL OPINION ISSUED BY LAWYERS**

1. Name of law firm: Guangdong Shu Jin Law Firm
2. Name of lawyers: Wang Cuiping and Huang Modi
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, 8 March 2023

*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