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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 THE RESOLUTION OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

I. CONVENING OF THE EGM

Reference is made to (i) the notice (the **“EGM Notice”**) of the first extraordinary general meeting of 2025 (the **“EGM”**) of China Vanke Co., Ltd.* (the **“Company”**); and (ii) the circular (the **“Circular”**) of the Company, both dated 4 November 2025. Unless otherwise defined, the terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the **“Board”**) of the Company hereby announces that the EGM was held at Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, Guangdong Province, the PRC at 3:30 p.m. on Thursday, 20 November 2025. The EGM adopted both on-site voting and A-Share online voting.

The EGM was convened by the twentieth session of the Board and chaired by Mr. HUANG Liping, chairman of the Board. Mr. HUANG Liping, Mr. YU Liang, being directors of the Company, and all members of the senior management of the Company attended the EGM on-site. Other directors of the Company did not attend the EGM due to other business reasons. Sundial 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 EGM.

The convening and holding of the EGM 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 for the Shareholders' Meetings of Listed Companies (the **“Rules for Shareholders' Meetings”**), 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 EGM 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. As at the date of the EGM, the Company did not hold any treasury Shares (including any treasury Shares held or deposited in Central Clearing and Settlement System) or repurchased Shares pending cancellation. All shareholders of the Company (the “**Shareholder(s)**”) were entitled to attend the EGM.

As disclosed in the Circular, Shenzhen Metro Group Co., Ltd. (深圳市地鐵集團有限公司) (“**Shenzhen Metro Group**”), a substantial Shareholder of the Company holding 3,242,810,791 A Shares of the Company (approximately representing 27.18% of the total issued shares of the Company), and hence a connected person of the Company (as defined under the Hong Kong Listing Rules) having a material interest in the Loan Framework Agreement, was required to and did abstain from voting on the ordinary resolution at the EGM in accordance with the Hong Kong Listing Rules. Accordingly, the total number of Shares entitling the Shareholders to attend the EGM and vote for or against the resolution at the EGM was 8,687,898,680, representing approximately 72.82% of the total issued share capital of the Company.

Saved as disclosed above, to the best knowledge, information and belief of the directors of the Company, no other Shareholders were subject to any restrictions when casting their votes on the proposed resolution at the EGM, nor did any of them state their intention in the Circular to vote against the relevant resolution or to abstain from voting at the EGM; no Shareholder who was entitled to attend the EGM was required to abstain from voting in favor of the resolution proposed at the EGM pursuant to Rule 13.40 of the Hong Kong Listing Rules; and there were no other Shareholders required under the Hong Kong Listing Rules to abstain from voting at the EGM as having material interests in the matters to be considered at the EGM.

II. ATTENDANCE AT THE EGM

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	23	11,219,468	0.1731	3,849	1,237,655,011	19.0955	3,872	1,248,874,479	19.2686
H Share	3	510,873,922	23.1530	0	0	0.0000	3	510,873,922	23.1530
Total	26	522,093,390	6.0094	3,849	1,237,655,011	14.2457	3,875	1,759,748,401	20.2551

III. VOTING RESULTS OF THE EGM

(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	THAT (1) To approve, confirm and ratify the Loan Framework Agreement entered into between the Company and Shenzhen Metro Group and the transactions contemplated thereunder; (2) to approve, confirm and ratify the proposed Annual Cap for the transactions contemplated under the Loan Framework Agreement; and (3) To authorise the board of the Company, which could sub-delegate to other authorised person(s), to exercise all powers which they consider necessary and do such other acts and things and execute such other documents or agreements which in their opinion may be necessary or desirable to implement the transactions contemplated under the Loan Framework Agreement.	A Share	1,231,683,692	98.6235	14,539,587	1.1642	2,651,200	0.2123
		H Share	504,081,493	98.6704	6,792,128	1.3295	301	0.0001
		Total	1,735,765,185	98.6371	21,331,715	1.2122	2,651,501	0.1507

The resolution proposed at the EGM was an ordinary resolution and the votes cast in favor of the resolution were more than 50% of shares with voting rights represented by the Shareholders attending the EGM. Therefore, the resolution proposed to the EGM was duly approved. For details of the aforementioned resolution, please refer to the EGM Notice and the Circular.

(II) Separate Vote Counting Results of the Resolution Involving Minority Shareholders

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	THAT (1) To approve, confirm and ratify the Loan Framework Agreement entered into between the Company and Shenzhen Metro Group and the transactions contemplated thereunder; (2) to approve, confirm and ratify the proposed Annual Cap for the transactions contemplated under the Loan Framework Agreement; and (3) To authorise the board of the Company, which could sub-delegate to other authorised person(s), to exercise all powers which they consider necessary and do such other acts and things and execute such other documents or agreements which in their opinion may be necessary or desirable to implement the transactions contemplated under the Loan Framework Agreement.	A Share	1,224,147,747	98.6151	14,539,587	1.1713	2,651,200	0.2136
		H Share	504,081,493	98.6704	6,792,128	1.3295	301	0.0001
		Total	1,728,229,240	98.6313	21,331,715	1.2174	2,651,501	0.1513

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: Sundial Law Firm
2. Name of lawyers: MA Yunyan and GUO Qiong
3. Conclusive opinion: The convention of and procedures for holding the EGM of the Company, as well as the eligibility of persons attending the EGM and the convenor of the EGM were in compliance with the relevant rules and regulations of the PRC including the Company Law and the Rules for Shareholders' Meetings and the requirements of the Articles of Association. The voting procedures and voting results were legal and valid.

Note 1: The 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.

**The Board of Directors of
China Vanke Co., Ltd.***

Shenzhen, the PRC, 20 November 2025

As at the date of this announcement, the Board comprises Mr. YU Liang and Ms. WANG Yun as executive directors; Mr. HUANG Liping, Mr. HU Guobin, and Mr. LEI Jiangsong 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*