



Announcement regarding termination of the implementation of the restricted stock incentive plan for year 2008

Phase One (2006-2008) Restricted Stock Incentive Plan (“Phase One of the Incentive Plan”) of the Company has implemented since 30 May 2006 after it was considered and approved at the Company’s 2005 Annual General Meeting. Phase One of the Incentive Plan consists of incentive plans for three years and the incentive plan of different years are independent from each other. Pursuant to the 2008 annual report and audited financial report considered and approved at the 2008 Annual General Meeting, the termination of the incentive plan for year 2008 of Phase One of the Incentive Plan (“Incentive Plan For Year 2008”) is confirmed because the performance indicator “to achieve a growth rate of over 15% in net profit after extraordinary gains or losses” cannot be met.

As at 31 December 2008, 60,925,820 Vanke A shares were held by the Incentive Plan for Year 2008. The trustee will sell all Vanke A shares under the Incentive Plan for Year 2008 within 20 trading days which are in window period from the date of this announcement and transfer the proceeds from the sale of the shares to the Company within three working days after the sale in accordance with the undertaking by the beneficiaries.

When the proceeds from the sale of the shares are transferred to the Company, the related accounting treatment will be: to increase “cash and cash equivalents” of the Company and to increase “capital reserve”.

As the Incentive Plan for Year 2008 is terminated, the incentive fund for the Incentive Plan for Year 2008 no longer exists. The related administrative expenses for the year 2008 were not brought forth by the Company, nor will the related administrative expenses be brought forth by the Company in the future.

The termination of implementation of the Incentive Plan for Year 2008 will not affect diligence and fulfillment of duties of the Company’s management. The management of the Company will continue to fulfill duties of professional executives earnestly and strives to create value for the shareholders.

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 14 April 2009