



China Vanke Co., Ltd.

Notice Regarding 2009 Annual General Meeting

I. Basic information on the Annual General Meeting (“AGM”)

1. Convener: The Fifteenth Board of Directors of China Vanke Co., Ltd.
2. Venue: Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen
3. Voting method: On-site voting
4. Time for on-site meeting: 9:30 am on 23 March 2010 (Tuesday)

II. Agenda of the meeting

1. To consider the Directors’ Report for the year 2009
2. To debrief independent directors’ report on their fulfilment of duties for the year 2009
3. To consider the Report of Supervisory Committee for the year 2009
4. To consider the annual report and the audited financial report for the year 2009
5. To consider the proposal on profit appropriation and dividend distribution for the year 2009
6. To consider the resolution regarding the appointment of certified public accountants for the year 2010
7. Re-election of members of Supervisory Committee
8. To consider the resolution regarding the amendment of the Company’s Articles of Association
9. To consider the elaboration on the use of proceeds from the previous fund-raising exercise
10. To debrief the report on the Company’s involvement in the resettlement and reconstruction works following the Sichuan earthquake.

For details on the above-mentioned agenda, please refer to the “Announcement of Resolutions Approved at the Eighth Meeting of the Fifteenth Board of Directors” and “Announcement Of The Resolutions Approved At The Thirteenth Meeting Of The Sixth Supervisory Committee” published on <http://www.irasia.com/> on 2 March 2010.

III. Persons to attend the meeting

- (1) Directors, members of the Supervisory Committee and senior management members of the Company;
- (2) Shareholders holding the Company’s shares and whose names appear on the register of members of Shenzhen branch of China Securities Depository and Clearing Corporation Limited at the close of the market on 12 March 2010 have the right to attend and vote at the

AGM or appoint a proxy to attend and vote at the meeting on their behalf. A shareholder's proxy need not be a shareholder of the Company.

IV. Registration of attendance

1. Legal person shareholder registration: Legal representatives of legal person shareholders should bring along their shareholder account cards, a photocopy of the business licence stamped with a company chop, the identity document of the legal person's representative and his/her own identity card for registration. If a proxy is appointed, the proxy should, in addition, bring along the Form of Proxy and his/her identity card for registration;
2. Individual shareholders registration: Individual shareholders should bring along their identity cards, shareholder account cards and proof of shareholding for registration. A proxy should, in addition, bring along his/her identity card and the Form of Proxy for registration;
3. Registration time: 9:00 – 17:30 of every working day from 13 March to 22 March 2010
4. Registration address: The Office of the Board of Directors, Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen
5. Note: Shareholders and proxies who attend the meeting should bring along the relevant original documents.

V. Contacts of the AGM

Contact Address: Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen
Post Code: 518083
Tel: 0755-25606666 (transfer to The Office of the Board of Directors)
Fax: 0755-25531696 (Attn: The Office of the Board of Directors)

VI. Others

The meeting of the AGM is expected to take half a day. The attending shareholders and proxies shall be responsible for their own travelling and accommodation expenses.

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 2 March 2010

Appendix

FORM OF PROXY

I/We* hereby authorise Mr/Ms* _____ to attend and vote on my/the company's behalf at the Annual General Meeting of 2009 of China Vanke Co., Ltd.

Shareholder's account number: _____

Number of shares held: _____

Shareholder's identity card number (Legal person's business licence number): _____

Signature of proxy: _____ Proxy's identity card number: _____

The shareholder wishes to vote on the resolutions below as follows: (Please put a "✓" in the appropriate box.)

Order no. of resolution	Contents of resolutions	Voting		
		For	Against	Abstain
1	Directors' Report for the year 2009			
2	Report of Supervisory Committee for the year 2009			
3	The annual report and the audited financial report for the year 2009			
4	The proposal on profit appropriation and dividend distribution for the year 2009			
5	The resolution regarding the appointment of certified public accountants for the year 2010			
6	Re-election of members of Supervisory Committee	Cumulative voting is used on this resolution. Please fill in the number of votes (total number of votes should not be more than double of the number of shares held by the shareholder)		
6.1	Candidate for member of Supervisory committee, Ding Fuyuan	(fill in the number of votes)		
6.2	Candidate for member of Supervisory committee, Wu Ding	(fill in the number of votes)		
7	The resolution regarding the amendment of the Company's Articles of Association			
8	The elaboration on the use of proceeds from the previous fund-raising exercise			

If the shareholder has not given his/her voting instructions to the above-mentioned resolutions, can the proxy vote at his/her own discretion?

YES NO

Shareholder signature (Legal person shareholder with chop):

Authorisation Date: 2010