



**China Vanke Co., Ltd.**

## **Notice Regarding 2010 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 31 March 2011 (Thursday)

### **II. Agenda of the meeting**

1. To consider the Directors’ Report for the year 2010
2. To debrief independent directors’ report on their fulfilment of duties for the year 2010
3. To consider the Report of Supervisory Committee for the year 2010
4. To consider the annual report and the audited financial report for the year 2010
5. To consider the proposal on profit appropriation and dividend distribution for the year 2010
6. To consider the resolution regarding the reappointment of certified public accountants for the year 2011
7. Re-election of retiring directors of the Company
8. To consider the resolution regarding the grant of authority to the Company to carry out corporate citizenship activities within specified budget

For details on the above-mentioned agenda, please refer to the “Announcement of Resolutions Approved at the Thirteenth Meeting of the Fifteenth Board of Directors” and “Announcement of the Resolutions Approved At The Fifth Meeting Of The Seventh Supervisory Committee” published on China Securities Journal, Securities Times and Shanghai Securities News on 8 March 2011.

### **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 22 March 2011 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 23 March to 30 March 2011, and 9:00 – 9:30 on 31 March 2011
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, 8 March 2011

## 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 2010 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 2010			
2	Report of Supervisory Committee for the year 2010			
3	The annual report and the audited financial report for the year 2010			
4	The proposal on profit appropriation and dividend distribution for the year 2010			
5	The resolution regarding the reappointment of certified public accountants for the year 2011			
6	Re-election of retiring directors of the Company	Cumulative voting is used on this resolution. Please fill in the number of votes (For director candidates, the total number of votes should not exceed seven times of the number of shares held by the shareholder. As for independent director candidates, the total number of votes should not exceed four times of the number of shares held by the shareholder.)		
6.1	Director Candidate Wang Shi	(fill in the number of votes)		
6.2	Director Candidate Yu Liang	(fill in the number of votes)		
6.3	Director Candidate Qiao Shibo	(fill in the number of votes)		
6.4	Director Candidate Sun Jianyi	(fill in the number of votes)		
6.5	Director Candidate Wang Yin	(fill in the number of votes)		
6.6	Director Candidate Shirley L. Xiao	(fill in the number of votes)		
6.7	Director Candidate Jiang Wei	(fill in the number of votes)		
6.8	Independent Director Candidate Qi Daqing	(fill in the number of votes)		
6.9	Independent Director Candidate Zhang Liping	(fill in the number of votes)		
6.10	Independent Director Candidate Paul Chan Mo Po	(fill in the number of votes)		

6.11	Independent Director Candidate Hua Sheng	(fill in the number of votes)		
7	The resolution regarding the grant of authority to the Company to carry out corporate citizenship activities within specified budget			

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:                      2011