



CHINA VANKE CO., LTD
ANNOUNCEMENT REGARDING AMENDMENTS TO A-SHARE
STOCK OPTION INCENTIVE SCHEME
AND CONVENTION OF THE FIRST EXTRAORDINARY GENERAL
MEETING IN 2011

The resolution regarding the amendments to the A-Share Stock Option Incentive Scheme and the resolution regarding the convention of the first extraordinary general meeting (“EGM”) in 2011 were dispatched to all the directors of China Vanke Co., Ltd. (the “Company”) by email on 18 March 2011. All the directors had considered and voted by correspondence on the resolutions. The entire procedure complied with the requirements of the relevant regulations and the Company’s Articles of Association. The voting results of the relevant resolutions by the board (“Board”) of directors are as follows.

- I. The resolution regarding the amendments to the A-Share Stock Option Incentive Scheme was approved with eight votes in favour, zero vote against and zero abstention. Wang Shi, Yu Liang and Shirley L. Xiao, being the beneficiaries of the A-Share Stock Option Incentive Scheme, are connected directors and therefore have refrained from voting on this resolution.

For the summary of China Vanke Co., Ltd.’s A-Share Stock Option Incentive Scheme (Revised Draft), please refer to “A summary of the A-Share Stock Option Incentive Scheme (Revised Draft of China Vanke Co., Ltd.)” published in China Securities Journal, Securities Times and Shanghai Securities News. For the full text, please refer to the A-Share Stock Option Incentive Scheme (Revised Draft) of China Vanke Co., Ltd. published on www.cninfo.com.cn on the same day.

The Scheme has been filed with China Securities Regulatory Commission, which has no objection to the Scheme. The Scheme is still subject to approval at a shareholders meeting.

Independent directors had given their independent opinions on the Scheme. For details, please refer to the “Independent opinions on China Vanke Co., Ltd.’s A-Share Stock Option Incentive Scheme (Revised Draft) by the independent directors of the Fifteenth Board of China Vanke Co., Ltd.” published in the above-mentioned media on the same day.

- II. The resolution regarding the convention of the first extraordinary general meeting in 2011 was considered and approved, with 11 votes in favour, zero vote against and zero abstention.

For details on the convention of the first extraordinary general meeting, please refer to the Notice of First Extraordinary General Meeting in 2011 published on the same day.

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 23 March 2011