



China Vanke Co., Ltd.

Announcement Regarding The Resolutions Approved At 2010 Annual General Meeting

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

1. Convener: The fifteenth session of the board (“Board”) of directors (“Directors”) of China Vanke Co., Ltd. (the “Company”)
2. Time for on-site meeting: 9:30 am on 31 March 2011 (Thursday)
3. Venue: Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen
4. Chairperson: Wang Shi, Chairman of the Board
5. Voting method: On-site voting
6. The convention of the meeting was in compliance with the relevant requirements of the Company Law, Rules for Shareholders Meeting, Rules Governing the Listing of Stocks and the Company’s Articles of Association.

II. Attendance of the AGM

A total of 165 shareholders (and/or authorised proxies) holding 3,010,902,494 shares attended the AGM, representing 27.38 per cent of the Company’s total number of shares with voting right; among which, 122 holders of A shares (and/or authorised proxies) holding 2,909,794,627 A shares, representing 30.06 per cent of the Company’s total number of A shares with voting right; 43 holders of B shares (and/or authorised proxies) holding 101,107,867 B shares, representing 7.69 per cent of the Company’s total number of B shares with voting right.

III. The following ordinary resolutions were passed at the AGM

- (1) Directors’ Report for the year 2010 was passed by way of poll
- (2) Report of Supervisory Committee for the year 2010 was passed by way of poll
- (3) The annual report and the audited financial report for the year 2010 was passed by way of poll
- (4) The proposal on profit appropriation and dividend distribution for the year 2010 was passed by way of poll

- (5) The resolution regarding the reappointment of certified public accountants for the year 2011 was passed by way of poll
- (6) Wang Shi, Qiao Shibo, Yu Liang, Sun Jianyi, Wang Yin, Shirley L. Xiao, and Jiang Wei were elected as the Directors of the sixteenth session of the Board, and Qi Daqing, Zhang Liping, Paul Chan Mo Po and Hua Sheng were elected as the independent Directors of the sixteenth session of the Board by cumulative voting
- (7) The resolution regarding the grant of authority to the Company to carry out corporate citizenship activities within specified budget was passed by way of poll

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 1 April 2011

Appendix: Brief biographies of the newly elected Directors and independent Directors

Directors

Wang Shi, male, born in 1951. He joined the military force in 1968. Wang Shi changed his career in 1973 and worked in the Water and Electrical supply department of Zhengzhou Railway. Wang Shi graduated from Lanzhou Railway College in 1978 majoring in water supply studies. After graduation, he had worked for Guangzhou Railway Bureau, Foreign Trade and Economic Cooperation Committee of Guangdong Province, and Shenzhen Special Region Development Company. In 1984, he established “Shenzhen Exhibition Centre for Modern Science and Education Equipment”, the predecessor of China Vanke, and acted as general manager. He became chairman and general manager of China Vanke Co. Ltd. in 1988. Mr Wang no longer acted as the general manager with effect from 1999. At present, he is the chairman of the Company. Mr Wang is also a director of Sohu.com Inc, and an independent director of China Resources Land Limited (“CRL”), Shanghai Metersbonwe Fashion & Accessories Co., Ltd., Central China Real Estate Limited, and Modern Media Holdings Limited respectively.

Yu Liang, male, born in 1965. He graduated from the Faculty of International Economics Studies of Peking University with a bachelor’s degree in 1988. Mr Yu obtained a master’s degree in economics from Peking University in 1997. He had previously worked for Shenzhen Waimao Group. He joined the Company in 1990. He became the general manager of Shenzhen Vanke Financial Consultancy Company Limited in 1993 and the deputy general manager of the Company in 1996, and the executive deputy general manager and Supervisor of Finance of the Company in 1999. He has been the general manager of the Company since 2001 and a director of the Company since 1994. At present, Mr Yu is the president of the Company.

Qiao Shibo, male, born in 1954, graduated from the Jilin University in 1983 with a bachelor’s degree in Chinese Language and Literature. He had served as a department head at the Ministry of Foreign Trade and Economic Cooperation of the People’s Republic of China (now Ministry of Commerce), the deputy general manager and general manager of the Human Resources Department of CRH, the general manager and chairman of China Resources Petrochems (Group) Co., Ltd. In 2000, Mr Qiao served as the director and assistant general manager of CRH. During this period, he also served as the deputy managing director of China Resources Enterprise Ltd. and the chairman of China Resources Machinery & Minmetals (Holdings) Co., Ltd. In 2003, Mr Qiao was a director and deputy general manager of CRH, during which he also served as the chairman of China Resources (Jilin) Bio-Chemical Co., Ltd., the chairman of the board of China Resources Cement Holdings Ltd., the chief executive officer of China Huayuan Group Ltd., and the general manager of Sanjiu Medical & Pharmaceutical Co., Limited. In 2008, he was a director and general manager of CRH, as well as the vice chairman and president of China Resources Medications Group Limited, the chairman of China Resources Enterprise Limited, the chairman of China Resources Sanjiu Medical & Pharmaceutical Co., Ltd., and the chairman of Shandong Dong E E Jiao Co., Ltd. He is a director and general manager of CRH, and the chairman of China Resources Enterprise, Limited. He has been a director and the deputy chairman of the Company since 2010.

Sun Jianyi, male, born in 1953. He graduated from Zhongnan University of Finance and Economics, majoring in finance studies. He is a senior economist. He worked at Wuhan branch, the People's Bank of China in 1971 and was appointed as deputy department head and director. He became deputy general manager of Wuhan Branch, the People's Insurance Company of China, Limited and the committee member of the Communist Party Committee in 1985. Between 1990 and 2003, Mr Sun acted as assistant to general manager, deputy general manager, executive deputy general manager and executive director for Ping An Insurance Company of China. In 2003, he became the executive director, executive deputy general manager and deputy chief executive officer of Ping An Insurance (Group) Company of China, Limited. Since 2008, he has been the vice chairman and deputy chief executive officer of Ping An Insurance (Group) Company of China, Limited. At present, Mr Sun is the chairman of Ping An Bank Limited and a director of Ping An Life Insurance Company of China, Limited, Ping An Property & Casualty Insurance Company of China, Limited, China Ping An Trust & Investment Co., Limited and Ping An Annuity Insurance Company of China, Limited. He has been a director of the Company since 1995. He became an executive director in 1997 and deputy chairman of the Company in 1998. He was an independent director of the Company from 2001 to 2008. He became the convener of the remuneration and nomination committee and a member of the audit committee in 2005. He has become a director and a member of the remuneration and nomination committee of the Company since 2008.

Wang Yin, male, born in 1956. He graduated from Shandong University with a bachelor's degree in economics. He also obtained a master's degree in Business Administration from the University of San Francisco. Mr Wang had worked in the Foreign Economic and Trade Cooperation Department. He became the deputy officer of CRNC in 1984, deputy general manager of the Human Resources Department of CRH in 1988, and the general manager of China Resources Construction (Holdings) Ltd., a subsidiary of CRH, in 1996. He is the deputy managing director of CRH and the chairman of CRL. He has been a director of the Company since 2002.

Shirley L. Xiao, female, born in 1964. She graduated from Wuhan University, majoring in English Literature in 1984. She obtained a master's degree in Business Administration from China Europe International Business School in 2000. She had worked in Central South University of Technology, China Technology Data Import & Export Co. and Mitsubishi Corporation Shenzhen Office. She joined China Vanke in 1994, and had since become the deputy director and director of the General Manager's Office, as well as the director of the Office of the Company's Board. From 1995 to 2009, she was the secretary of the Board of Directors. She has been a director of the Company since 2004, and a member of the investment and decision-making committee of the Board of the Company since 2005. Since 2007, she has been an executive vice president of China Vanke.

Jiang Wei, male, born in 1963. He graduated from Foreign Economy and Trade University and obtained a master's degree in international business and finance. He joined CRNC in 1988 and CRH in 1990. He became the general manager of the Finance Department of CRH in 1999 and a director of CRH in 2000. Mr Jiang became a director and financial controller of CRH in 2002, financial controller of CRC in 2003 and a director of CRC in 2005. At present, Mr Jiang is a director and deputy general manager of CRH, a director of CRC, a director of China Resources

Enterprise, Limited, China Resources Power Holdings Company Limited, CRL, and a non-executive director of China Asset (Holdings) Limited, an executive director of Cosmos Machinery Enterprises Limited and an independent director of Greentown China Holdings Limited. He became a member of the Supervisory Committee of the Company in 2001 and has been a director of the Company since 2005. He has been a member of the audit committee and a member of the investment and decision-making committee of the Board of the Company since July 2005.

Independent Directors

Qi Daqing, male, born in 1964. Mr Qi graduated from College of Business, Michigan State University in the USA and obtained a PhD in accountancy. Mr Qi obtained a master's degree in management from University of Hawaii in the USA and a dual bachelor's degree in biophysics and international journalism from Fudan University. He had worked for The Chinese University of Hong Kong and Eli Broad Graduate School of Management of Michigan State University in the USA, Center for East-west Studies in the USA and special correspondent foreign affairs department in Xinhua News Agency. He is currently a professor and vice president of Cheung Kong Graduate School of Business, a member of American Accounting Association, independent director of listed companies of NYSE, NASDAQ and Hong Kong. He has become an independent director, convener of the remuneration and nomination committee and a member of the audit committee of the Company since 2008.

Zhang Liping, male, born in 1958, graduated from Beijing Institute of Foreign Trade in 1980. He obtained his master's degree in international affairs and international law from St. John's University, the USA, in 1987. Mr Zhang had worked for the Ministry of Foreign Trade and Economic Cooperation (now Ministry of Commerce) and had served as director of the Investment Banking Division of Merrill Lynch, the USA, managing director and head of Greater China Region of Dresdner Bank, Germany, managing director of Pacific Concord Holdings Limited, Hong Kong, and chief executive officer of Imagi International Holdings Ltd, Hong Kong. In 2004, Mr Zhang joined Credit Suisse First Boston and is currently a member of the Global Investment Banking Department Operating Committee and vice chairman of Global Investment Banking Department and CEO (China) of Credit Suisse Group. Mr Zhang is also an independent non-executive director of the board of Zhejiang Expressway Co., Ltd. He has become an independent director, convener of the investment and decision-making committee and a member of the remuneration and nomination committee of the Company since 2010.

Paul Chan Mo Po, male, born in 1955 in Hong Kong. He graduated from Accounting Department of New Asia College, The Chinese University of Hong Kong in 1977 and obtained a master's degree in business administration from The Chinese University of Hong Kong in 1984. At present, he is a legislative councillor (Functional Constituency – Accountancy) in Hong Kong, chairman of Legal Aid Services Council of Hong Kong Special Administrative Region (SAR), the chairman of the professional services advisory committee of Hong Kong Trade Development Council, and the chairman of Crowe Horwath China CPA Co., Ltd. He was former president of Hong Kong Institute of Certified Public Accountants and former chairman of ACCA-Hong Kong. He is a trustee and associate professor of The Chinese University of Hong Kong, adjunct professor of City University of Hong Kong, and honorary professor of

Hong Kong Shue Yan University. He was awarded Medal of Honour by The Government of the Hong Kong SAR in 2006 and was appointed as Justice of the Peace in 2007.

Hua Sheng, male, born in 1953 in Yangzhou, Jiangsu Province. He graduated from the Department of Political Economy of Nanjing Institute of Technology (currently Southeast University), with a bachelor's degree in 1982. In 1985, he obtained a master's degree from the Finance Department of Graduate School of The Chinese Academy of Social Sciences. He holds a PhD in economics of Wuhan University and serves as the president of Yanjing Overseas Chinese University, and a professor and PhD Supervisor of Beijing Normal University. He is also an executive deputy chairman of China Federation of Overseas Chinese Entrepreneurs, and deputy chairman of Beijing Returned Overseas Chinese Federation. In 1986, he was among the first group of nationally accredited experts with outstanding contributions. He is the author and proponent of double-track price system, capital management responsibility system and share segregation reform. He was a winner of Sun Yefang Economic Prize.