



China Vanke Co., Ltd.

Announcement Regarding A Guarantee Provided By Tianjin Vanke For A Bank Loan For Changchun Blue Mountain Project

I. Overview of the guarantee

To ensure smooth development of Changchun Blue Mountain Project (長春藍山項目), Changchun Vanke Jingcheng Real Estate Development Co., Ltd. ("Vanke Jingcheng"), being the operator of the said project, applied for a loan of RMB300 million from the Changchun Jingyue Tourism Economic Development Zone Sub-branch of Industrial and Commercial Bank of China. Tianjin Vanke Real Estate Co., Ltd ("Tianjin Vanke"), a wholly-owned subsidiary of China Vanke Co., Ltd. (the "Company"), provided a credit guarantee of RMB300 million for the said loan.

The resolution regarding the matters in relation to the provision of the guarantee was passed at the board meeting of Tianjin Vanke, with 3 votes in favour, 0 vote against and 0 abstention. As the asset-liability ratio of Vanke Jingcheng is over 70%, the aforesaid provision of the guarantee was considered and approved by the shareholders meeting of Tianjin Vanke.

II. Basic information on the party being guaranteed

Name: Changchun Vanke Jingcheng Real Estate Development Co., Ltd

Date of establishment: December 2009

Registered office: No. 5399 Ziyou Avenue, Erdao District, Changchun, Jilin Province

Legal representative: Zhang Jianxin

Registered capital: RMB230 million

Business scope: Property development and operation, self-owned property leasing

Changchun Vanke Real Estate Development Co., Ltd. ("Changchun Vanke"), a wholly-owned subsidiary of the Company, holds 10 per cent equity interests in Vanke Jingcheng, with the remaining 90 per cent equity interests held by CITIC Trust Co., Ltd. via Changchun Blue Mountain Trust Plan. Changchun Vanke holds secondary beneficiary's interest in Changchun Blue Mountain Trust Plan. CITIC Trust Co., Ltd. commissioned Changchun Vanke to manage Vanke Jingcheng.

As at 31 August 2011, the total assets, total liabilities and net assets of Vanke Jingcheng amounted to RMB2,428,730,000, RMB2,217,350,000 and RMB211,380,000 respectively. Vanke Jingcheng has not generated any operating income, with net loss not yet allocated amounted to RMB18,620,000. Vanke Jingcheng currently does not have any guarantee nor is it involved in any litigation.

III. Main contents of the guarantee agreement

Vanke Jingcheng took out a loan of RMB300 million from the Changchun Jingyue Tourism Economic Development Zone Sub-branch of Industrial and Commercial Bank of China for a term of three years. Tianjin Vanke provided for the said loan a joint liability guarantee of RMB300 million. The term of the guarantee begins from the effective date of the guarantee agreement until two years after the maturity date of the loan obligations under the loan agreement.

IV. Opinion of the board of directors

The objective of providing guarantee for the entire amount of the relevant bank loan of Vanke Jingcheng by Tianjin Vanke is to facilitate and expedite the development of Changchun Blue Mountain Project. The Changchun Blue Mountain Project is currently under construction, with good progress and satisfactory operation. Vanke Jingcheng has a relatively strong debt repayment capacity. Since CITIC Trust Co., Ltd., another shareholder of Vanke Jingcheng, commissioned Changchun Vanke to take charge of the relevant operation and management of Vanke Jingcheng, Tianjin Vanke's provision of guarantee for the entire amount of the relevant bank loan of Vanke Jingcheng will not increase the Company's risks.

The said guarantee complies with the relevant requirements of the Company Law, the Articles of Association of the Company, and Notice Regarding the Regulation of the Provision of External Guarantees by Listed Companies (Document [2005] No. 120 issued by China Securities Regulatory Commission).

V. Aggregate amount of external guarantees and amount of overdue guarantees

As at 31 August 2011, the outstanding amount of guarantees provided by the Company was RMB11,019 million, representing 24.91 per cent of the audited net assets attributable to the shareholders of the Company as at the end of 2010. The outstanding amount of guarantees provided by the Company and its majority-owned subsidiaries for other majority-owned subsidiaries was RMB9,848 million, and the outstanding amount of guarantees provided by the Company and its majority-owned subsidiaries for associated companies and joint ventures was RMB1,171 million. The Company and its majority-owned subsidiaries do not have any external guarantees. The Company does not have any overdue guarantees or guarantees involved in litigation.

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 29 September 2011