



China Vanke Co., Ltd.

Announcement Regarding A Guarantee Provided By Nanjing Vanke For A Loan For Nanjing Jiangning Shangfang Affordable Housing Project

I. Overview of the guarantee

In order to meet the development needs of Nanjing Jiangning Shangfang Affordable Housing Project (南京江寧上坊保障房項目), Nanjing Wanhui Property Co., Ltd. ("Nanjing Wanhui"), being the operator of the said project, applied for a loan of RMB100 million from Nanjing Affordable Housing Development Co., Ltd. Nanjing Vanke Property Co., Ltd. ("Nanjing Vanke"), a wholly-owned subsidiary of China Vanke Co., Ltd. (the "Company"), had provided a credit guarantee for the full amount of the said loan.

The resolution regarding the matters in relation to the provision of the guarantee was passed at the board meeting of Nanjing Vanke, with 3 votes in favour, 0 vote against and 0 abstention. As the asset-liability ratio of Nanjing Wanhui exceeds 70 per cent, the provision of the guarantee had been considered and approved at a shareholders' meeting of Nanjing Vanke.

II. Basic information on the party being guaranteed

Name of the company: Nanjing Wanhui Property Co., Ltd.

Date of establishment: November 2010

Registered office: 229 Shangyuan Avenue, Dongshan Street, Jiangning District, Nanjing

Legal representative: Fu Kai

Registered capital: RMB100 million

Business scope: Property development and operation

Nanjing Vanke holds 100 per cent equity interests in Nanjing Wanhui.

As at 30 October 2011, the total assets, total liabilities and net assets of Nanjing Wanhui amounted to RMB605,022,900, RMB505,386,000 and RMB99,636,800 respectively. Nanjing Wanhui has not generated any operating income and net loss amounted to RMB27,300. Nanjing Wanhui has not provided any guarantee nor pledged, and is not involved in any litigation.

III. Main contents of the guarantee agreement

Nanjing Wanhui applied for a loan of RMB100 million from Nanjing Affordable Housing Development Co., Ltd. The term of the loan begins from the date Nanjing Wanhui received the loan, with the latest repayment date being 10 December 2011. Nanjing Vanke provided a guarantee of RMB100 million for Nanjing Wanhui. It is a joint liability guarantee. The term of the guarantee is a 6 month period starting from the maturity date of the loan obligations under the loan agreement.

IV. Opinion of the board of directors

The objective of the guarantee provided for the relevant bank loans of Nanjing Wanhui by Nanjing Vanke is to ensure the development needs of Nanjing Jiangning Shangfang Affordable Housing Project are met. The affordable housing project is under the supervision of the Nanjing Municipal Government, and is one of the key annual livelihood projects of the government. Nanjing Affordable Housing Development Co., Ltd. has commissioned Nanjing Wanhui to construct the project, which is now under development, with satisfactory progress and operation. Nanjing Wanhui has a strong repayment capacity.

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 October 2011, the balance of guarantees provided by the Company is RMB12,467 million, representing 28.18 per cent of the audited net assets attributable to the shareholders of the Company at the end of 2010. The balance of guarantees provided by the Company and its majority-owned subsidiaries for other majority-owned subsidiaries amounted to RMB10,894 million, and the balance of guarantees provided by the Company and majority-owned subsidiaries for associated companies and joint ventures amounted to RMB1,573 million. The Company and its majority-owned subsidiaries do not have any external guarantees. The Company does not have any overdue guarantees nor guarantees involved in litigation.

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 18 November 2011