



China Vanke Co., Ltd.

Announcement Regarding A Guarantee Provided By Vanke Properties For A Bank Loan For Fengyi Co., Ltd.

I. Overview of the guarantee

To satisfy its business investment and operation needs, Fengyi Co., Ltd. (丰毅有限公司), a wholly-owned subsidiary of China Vanke Co., Ltd. (the "Company"), took out a loan of RMB1 billion from Bank of China (Hong Kong). Vanke Properties (Hong Kong) Co., Ltd. (万科置業地產(香港)有限公司) ("Vanke Properties"), a wholly-owned subsidiary of the Company, provided a joint liability guarantee for the said loan. The guarantee amounts to RMB1 billion.

The resolution regarding the matters in relation to the provision of the guarantee was passed at the board meeting of Vanke Properties, with 3 votes in favour, 0 vote against and 0 abstention. Since Fengyi Co., Ltd. has an asset/liability ratio of over 70%, the said guarantee has been considered and approved at a shareholders meeting of Vanke Properties.

II. Basic information on the party being guaranteed

Name of company: Fengyi Co., Ltd.
Date of establishment: 29 May 2009
Place of registration: Hong Kong
Business scope: Investment

Fengyi Co., Ltd. is a wholly-owned subsidiary of Vanke Properties. As at the end of March 2012, the net assets and total assets of Fengyi Co., Ltd. amounted to RMB277.86 and RMB976.71 respectively. Fengyi Co., Ltd. did not generate any operating income for the year 2011. Fengyi Co., Ltd. has not provided any guarantee or pledged, and is not involved in any litigation.

III. Main contents of the guarantee agreement

Fengyi Co., Ltd. took out a loan of RMB1 billion from Bank of China (Hong Kong). Vanke Properties provided a joint liability guarantee for the entire amount of the said loan. The term of the guarantee is a three-year period starting from the maturity date of the major loan obligations under the loan agreement.

IV. Opinion of the board of directors

The objective of providing a guarantee for the relevant loan of Fengyi Co., Ltd. by Vanke Properties is to satisfy the business investment and operation needs of Fengyi Co., Ltd., and expedite the development of Suzhou's International Plaza Project, Wuhan's King Metropolis Project, Wuhan's Element Integration Project, Wuhan's Dew Garden Project, Dalian's Ravine Village Project, Dalian's Spring Dew Mansion Project, and Dalian's Glamorous City Project. A majority of the projects are currently offered for sale, making good progress, with satisfactory operation. Fengyi Co., Ltd. will have a relatively strong debt repayment capacity in future.

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 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 March 2012, the outstanding amount of guarantees provided by the Company was RMB14,585 million, representing 27.54% of the audited net assets attributable to the shareholders of the Company as at the end of 2011. The outstanding amount of guarantees provided by the Company and its majority-owned subsidiaries for other majority-owned subsidiaries was RMB12,884 million, and the outstanding amount of guarantees provided by the Company and its majority-owned subsidiaries for associated companies and joint ventures was RMB1,701 million. The Company does not have any overdue guarantees or guarantees involved in litigation.

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 24 April 2012