



China Vanke Co., Ltd.

Announcement Regarding A Guarantee Provided By Vanke Real Estate (Hong Kong) Company Limited For RMB1 Billion Bonds Issued by Its Wholly-owned Subsidiary

I. Overview of the guarantee

To satisfy its development needs, Bestgain Real Estate Lyra Limited, a wholly-owned subsidiary of Vanke Real Estate (Hong Kong) Company Limited (“Vanke Real Estate Hong Kong”), wholly-owned by China Vanke Co., Ltd. (the “Company”), set up a US\$2 billion medium-term note program on 16 July 2013. Owing to the medium-term note program, Vanke Real Estate Hong Kong had conducted a second issuance of bonds, offering RMB1 billion five-year fixed-rate bonds (the “Bonds”) through Bestgain Real Estate Lyra Limited. The coupon rate of the Bonds is 4.50 per cent. The Bonds will be listed on The Stock Exchange of Hong Kong Limited. Vanke Real Estate Hong Kong had provided an irrevocable guarantee for the full payment of the principal and interests of the Bonds.

The matters in relation to the guarantee had been considered and passed at the board meeting of Vanke Real Estate Hong Kong, with 3 votes in favour, 0 vote against and 0 abstention.

II. Basic information on the principal of the guarantee

Name: Bestgain Real Estate Lyra Limited
Date of establishment: June 2013
Registered office: British Virgin Islands
Directors: Zhang Xu / Que Dongwu
Registered capital: US\$1

Bestgain Real Estate Lyra Limited is 100 per cent owned by Vanke Real Estate Hong Kong.

As at 30 June 2013, the total assets, total liabilities and net assets of Bestgain Real Estate Lyra Limited amounted to US\$1, US\$0, and US\$1 respectively. Bestgain Real Estate Lyra Limited had not generated any operating income or net profit. Bestgain Real Estate Lyra Limited has not provided any guarantee or pledged, and is not involved in any litigation.

III. Main contents of the guarantee agreement

Vanke Real Estate Hong Kong provided an irrevocable joint liability guarantee for the

full amount of the RMB1 billion five-year Bonds issued by Bestgain Real Estate Lyra Limited. The term of the guarantee commences from the issue date of the Bonds up to the maturity date of the Bonds.

IV. Opinion of the board of directors

The guarantee provided by Vanke Real Estate Hong Kong for the RMB1 billion Bonds issued by Bestgain Real Estate Lyra Limited will help improve the debt structure of Vanke Real Estate Hong Kong. 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 30 November 2013, the outstanding amount of guarantees provided by the Company was RMB12,142 million, representing 19.02 per cent of the audited net assets attributable to the shareholders of the Company as at the end of 2012. The outstanding amount of guarantees provided by the Company and its majority-owned subsidiaries for other majority-owned subsidiaries was RMB12,046 million, and the outstanding amount of guarantees provided by the Company and its majority-owned subsidiaries for associated companies and joint ventures was RMB96 million. The Company and its majority-owned subsidiaries are not involved in external guarantees. The Company does not have any overdue guarantees or guarantees involved in litigation.

Board of Directors
China Vanke Co., Ltd.

Shenzhen, 4 December 2013