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CHINA VANKE CO., LTD.*
萬科企業股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 2202)

INSIDE INFORMATION
DISPOSAL OF SHARES BY SHAREHOLDERS
AND
RESUMPTION OF TRADING

This announcement is made by China Vanke Co., Ltd. (the “**Company**”) pursuant to the Inside Information Provisions (as defined in The Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Listing Rules.

The board of directors (the “**Board**”) of the Company has been informed by China Resources Co., Limited, a substantial shareholder of the Company, and Shenzhen Metro Group Co., Ltd. (the “**Purchaser**”) that China Resources Co., Limited and China Resources Trade Co., Ltd. (collectively, the “**Sellers**”), a wholly owned subsidiary of China Resources Co., Limited and a shareholder of the Company, entered into a share transfer agreement (the “**Share Transfer Agreement**”) with the Purchaser on 12 January 2017 to dispose of a total of 1,689,599,817 A shares (the “**A Shares**”) of the Company (the “**Disposal**”). Pursuant to the Share Transfer Agreement, China Resources Co., Limited and China Resources Trade Co., Ltd. will transfer 1,682,759,247 A Shares and 6,840,570 A Shares, respectively, to the Purchaser at a price of RMB22.00 per A Share, which was determined by the Sellers and the Purchaser in accordance with the Regulations on the Takeover of Listed Companies (《上市公司收購管理辦法》), Interim Measures for the Administration of State-owned Shareholders’ Transfer of Their Shares of Listed Companies (《國有股東轉讓所持上市公司股份管理暫行辦法》) and other relevant laws and regulations, and upon arm-length negotiations.

Prior to completion of the Disposal, China Resources Co., Limited and China Resources Trade Co., Ltd. held 1,682,759,247 A Shares and 6,840,570 A Shares, respectively, representing approximately 15.24% and 0.06% of the total issued share capital of the Company, respectively. Immediately upon completion of the Disposal, the Sellers will cease to hold any share of the Company. China Resources Co., Limited will cease to be a substantial shareholder of the Company and the Purchaser will thereby become a substantial shareholder of the Company. The Disposal is expected to be completed on or before 31 March 2017.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Purchaser and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons (as defined under the Listing Rules).

The Board does not expect the Disposal will have any material adverse impact on the business or operations of the Group.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

RESUMPTION OF TRADING

At the request of the Company, trading in the H shares (the “**H Shares**”) of the Company on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) was halted with effect from 9:00 a.m. on Thursday, 12 January 2017 pending the release of this announcement.

The Company has applied to the Stock Exchange for the resumption of trading in the H Shares on the Main Board of the Stock Exchange with effect from 9:00 a.m. on Friday, 13 January 2017.

By order of the Board
China Vanke Co., Ltd.*
Zhu Xu
Company Secretary

Shenzhen, PRC, 12 January 2017

As at the date of this announcement, the Board comprises Mr. WANG Shi, Mr. YU Liang and Mr. WANG Wenjin as executive Directors; Mr. QIAO Shibo, Mr. SUN Jianyi, Mr. WEI Bin and Mr. CHEN Ying as non-executive Directors; and Mr. ZHANG Liping, Mr. HUA Sheng, Ms. LAW Elizabeth and Mr. HAI Wen as independent non-executive Directors.

* *for identification purposes only*