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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)

ANNOUNCEMENT IN RELATION TO PROPOSED GRANT OF GENERAL MANDATE TO ISSUE DEBT FINANCING INSTRUMENTS AT GENERAL MEETING

This announcement is published simultaneously in Mainland of People's Republic of China and in Hong Kong. This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The resolution in relation to grant of general mandate to issue debt financing instruments to be submitted to the general meeting for consideration and the resolution in relation to convening the second extraordinary general meeting of the Company in 2014 have been sent to all directors of the Company by email on 17 September 2014. Each director of the Company considered and voted on the resolutions by way of communication, the whole process of which was in compliance with the requirements of relevant regulations and the articles of association of the Company. Such resolutions have been approved by the board of directors (the "Board") of the Company with 11 voted in favor, 0 voted against and 0 abstained, and the Board has resolved as follows:

I. That the resolution in relation to grant of general mandate to issue debt financing instruments be approved for submission to the general meeting for consideration

The Board agreed and proposed to the shareholders at the general meeting to authorise the Company to issue debt financing instruments of various types in one batch or in batches within the limit of RMB15 billion, the maturity period of which shall not be more than 10 years. The funds raised will be used to satisfy the production and operation requirements of the Company, adjust its debt structure, supplement its liquidity and/or fund its project investments, etc. The terms of each debt financing instruments issuance, such as its size, duration, coupon rate and issue method, shall be in compliance with the relevant regulatory requirements. A resolution will be proposed at the general meeting to authorize the Board and/or its delegate to deal with matters in relation to the above-mentioned at sole discretion (the "General Mandate"), details of which are as follows:

1. to authorise the Board and/or its delegate to determine the specific type of the debt financing instruments to be issued by the Company within the limit of issuance, including but not limited to medium-term notes, short-term commercial papers, super short-term commercial papers and asset-

backed notes in domestic market;

2. to authorise the Board and/or its delegate to determine the use of proceeds based on the actual needs of the Company within the aforesaid scope;

3. to authorise the Board and/or its delegate to determine, based on the Company's production and operation, capital expenditure requirements as well as market conditions, the specific terms, conditions and all relevant matters in connection with each debt financing instruments issuance, including but not limited to the principal, coupon rate, duration, time of issue, targets, issue method, use of proceeds and issuing and placing arrangement;

4. to authorise the Board and/or its delegate, according to the actual needs of the issuance of debt financing instruments, to engage agencies, including but not limited to lead underwriter, rating agency and law firm; to negotiate, sign and amend all relevant contracts and agreements; to sign all necessary legal documents relating to each debt financing instruments issuance; and to follow all necessary procedures, such as application, registration and filing in respect of each debt financing instruments issuance with the relevant regulatory authorities on behalf of the Company;

5. to authorise the Board and/or its delegate to deal with other matters in relation to the issuance of debt financing instruments which are not mentioned above;

6. to authorise the Board delegating Mr. Yu Liang, the director and president of the Company, or his authorized representative(s), within the scope of the General Mandate, to determine specific matters relating to such issuance and to deal with specific matters relating to issuance of debt financing instruments at sole discretion;

7. the General Mandate set out in this resolution shall remain effective within 24 months commencing from the date on which this resolution is approved by shareholders at the general meeting. If the Board and/or its delegate determined to carry out the issuance within the effective period of the General Mandate and the Company has obtained the approval, permission or registration of the issuance from the relevant regulatory authorities during the effective period of the General Mandate, the Company is allowed to complete the issuance so far as such approval, permission or registration remains valid.

II. That the resolution in relation to convening the second extraordinary general meeting of the Company in 2014 be approved

The on-site second extraordinary general meeting of the Company in 2014 will be held at 3 pm on Monday, 10 November 2014 at Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, PRC. A circular will be dispatched to the shareholders of H Shares pursuant to requirements of relevant laws and regulations and the articles of association of the Company.

By order of the Board
China Vanke Co., Ltd.*
Tan Huajie
Company Secretary

Shenzhen, the PRC, 22 September 2014

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Wang Shi

Mr. Yu Liang

Mr. Wang Wenjin

Non-executive Directors:

Mr. Qiao Shibo

Mr. Sun Jianyi

Mr. Wei Bin

Mr. Chen Ying

Independent non-executive Directors:

Mr. Zhang Liping

Mr. Hua Sheng

Ms. Law Elizabeth

Mr. Hai Wen

** for identification purpose only*