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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)

Overseas Regulatory Announcement

This announcement is made pursuant to the requirement of Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

China Vanke Co., Ltd. herewith attaches the Company's announcement published on the website of CNINFO Network (www.cninfo.com.cn) namely "Holding Announcement Regarding Change in the Way of Holding Shares and Pledging of Shares By Shareholder", for reference only.

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

Shenzhen, the PRC,
13 July 2016

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 purpose only*



CHINA VANKE CO., LTD. *

Holding Announcement Regarding Change in the Way of Holding Shares and Pledging of Shares By Shareholder

Stock Code: 000002, 299903

Stock Short Name: Vanke A, Vanke H

Announcement No. (Wan) 2016-094

The Company and all Directors of the Board hereby assure that the content of the announcement is true, accurate, complete and free of any false record, misleading representation or material omissions.

On 12 July 2016, China Vanke Co., Ltd. (the "**Company**") received a letter of notification from Shenzhen Jushenghua Co., Ltd. ("**Jushenghua**"), a shareholder of the Company. The letter of notification indicates that:

“On 11 July 2016, a total of 37,357,310 A shares in the Company held by Jushenghua in a credit securities account through margin trading were transferred to a regular securities account for direct holding.

On 6 April 2016, Jushenghua and Foresea Life Insurance signed the “Agreement on Transfer of Voting Rights of China Vanke Co., Ltd.”. Pursuant to the provisions stipulated in the agreement, Jushenghua will make an irrevocable and gratuitous transfer of all the voting rights attached to the 37,357,310 shares in the Company held by Jushenghua in a credit securities account through margin trading to Foresea Life Insurance, a party acting in concert. For details, please refer to the “Summary Report of Change in Shareholding” and “Detailed Report of Change in Shareholding” disclosed on 9 April 2016.

There will be no change in the transfer of voting rights after the change in the way of holding shares by the shareholder.”

On 13 July 2016, the Company received another letter of notification from Jushenghua which indicates that:

“On 12 July 2016, Jushenghua pledged 37,357,300 non-restricted tradable A shares in the Company to China Galaxy Securities Co., Limited by way of pledge-style repurchase, and has completed the procedures for registration of pledge of shares with the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited. The pledge period of this portion of shares commences from 12 July 2016 to the pledge release date.”

As at 12 July 2016, Jushenghua directly held 926,070,472 shares in the Company through regular securities account, representing 8.39% of the Company’s total share capital. The accumulated pledged shares amounted to 926,070,462 shares, representing 8.39% of the Company’s total share capital.

Basic information of pledging of shares by shareholder:

Name of shareholder	Is the shareholder the largest shareholder and a party acting in concert?	No. of pledged shares	Commence-ment of pledge period	End of pledge period	Pledgee
Jushenghua	Yes	91,000,000	2015/10/15	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	76,821,642	2015/10/15	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	14,178,358	2015/10/15	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	91,000,000	2015/10/21	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	91,000,000	2015/10/28	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	72,099,000	2015/10/28	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	18,901,000	2015/10/28	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	75,861,000	2015/11/3	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	15,139,000	2015/11/3	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.

Jushenghua	Yes	88,894,093	2015/11/9	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	58,360,213	2015/11/9	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	32,639,787	2015/11/9	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	2,105,907	2015/11/9	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	91,000,000	2015/11/18	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	69,713,162	2015/11/18	Until pledge release date	Penghua Asset Management (Shenzhen) Co., Ltd.
Jushenghua	Yes	37,357,300	2016/7/12	Until pledge release date	China Galaxy Securities Co., Limited
Total		926,070,462			

With regard to the aforementioned change in the way of holding shares and pledging of shares by the shareholder, investors are advised to pay attention to investment risks.

Board of Directors
China Vanke Co., Ltd.
14 July 2016