SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING OF 2016

Reference is made to the notice of the annual general meeting of 2016 of China Vanke Co., Ltd. (the “Company”) dated 14 May 2017 (the “Initial Notice”) which sets out, among other things, certain resolutions requiring approvals from shareholders at the annual general meeting of 2016 (the “AGM”). Unless otherwise defined, capitalised terms used in this supplemental notice (the “Supplemental Notice”) shall have the same meanings as those defined in the Initial Notice. The Supplemental Notice shall be read together with the Initial Notice.

Pursuant to Article 72 of the articles of association of the Company (the “Articles of Association”), the shareholder(s) individually or jointly holding more than 3% of the Company’s shares may submit proposed resolutions in writing to the convenor of a general meeting 10 days prior to the meeting. The convenor shall issue a supplemental notice of the general meeting and announce the contents of such proposed resolutions within two days after the receipt thereof. On 19 June 2017, the board of directors of the Company (the “Board”) received from Shenzhen Metro Group Co., Ltd.* （深圳市地鐵集團有限公司, “SZMC”） a letter stating that as the terms of the 17th session of the Board and the 8th session of the supervisory committee of the Company have expired, SZMC, as a shareholder of the Company, proposed to the Board the submission of additional resolutions on the proposed election and re-election of directors and supervisors (the “Additional Resolutions”) to the AGM, pursuant to relevant laws, regulations and the Articles of Association.

As at the date of this Supplemental Notice, SZMC is a holder of 1,689,599,817 A shares of the Company, representing 15.31% of the total issued share capital of the Company. Pursuant to a proxy agreement entered into among SZMC and ten subsidiaries of China Evergrande Group* （中國恒大集團）(including Hengda Real Estate Co., Ltd.* （恆大地產集團有限公司), Guangzhou Xinshe Investment Co., Ltd.* （廣州市欣盛投資有限公司), Guangzhou Yubo Investment Co., Ltd.* （廣州市譽博投資有限公司), Guangzhou Yibo Investment Co., Ltd.* （廣州市悅博投資有限公司), Guangzhou Yuelang Investment Co., Ltd.* （廣州市悅朗投資有限公司), Guangzhou Kaiuan Investment Co., Ltd.* （廣州市凱軒投資有限公司), Guangzhou Guangyu Industrial Co., Ltd.* （廣州市廣裕工業有限公司), Guangzhou Zhongqin Investment Co., Ltd.* （廣州市中勤投資有限公司), Guangzhou Qitong Industrial Co., Ltd.* （廣州市啟通實業有限公司) and Guangzhou Kaijin Investment Co., Ltd.* （廣州市凱
Evergrande’s Subsidiaries), the Evergrande’s Subsidiaries, which in aggregate hold 1,553,210,974 A shares of the Company, representing 14.07% of the total issued share capital of the Company, have entrusted SZMC certain rights, including voting rights, proposal rights and rights to attend general meetings attached to such shares held by the Evergrande’s Subsidiaries.

The Supplemental Notice is hereby given that the AGM will be held, as originally scheduled, at 2:30 p.m. on Friday, 30 June 2017 at Vanke Center, No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, the PRC, to consider and approve, if thought fit, the resolutions set out in the Initial Notice and the following Additional Resolutions:

6. The proposed election and re-election of executive directors and non-executive directors of the Company

6.1 The proposed re-election of Mr. YU Liang as an executive director of the Company

An ordinary resolution will be proposed at the AGM to approve the proposed re-election of Mr. YU Liang as an executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

6.2 The proposed election of Mr. LIN Maode as a non-executive director of the Company

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. LIN Maode as a non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

6.3 The proposed election of Mr. XIAO Min as a non-executive director of the Company

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. XIAO Min as a non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

6.4 The proposed election of Mr. CHEN Xianjun as a non-executive director of the Company

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. CHEN Xianjun as a non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

6.5 The proposed election of Mr. SUN Shengdian as a non-executive director of the Company

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. SUN Shengdian as a non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.
6.6 **The proposed re-election of Mr. WANG Wenjin as an executive director of the Company**

An ordinary resolution will be proposed at the AGM to approve the proposed re-election of Mr. WANG Wenjin as an executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

6.7 **The proposed election of Mr. ZHANG Xu as an executive director of the Company**

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. ZHANG Xu as an executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

7. **The proposed election of independent non-executive directors of the Company**

7.1 **The proposed election of Mr. KANG Dian as an independent non-executive director of the Company**

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. KANG Dian as an independent non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

7.2 **The proposed election of Ms. LIU Shuwei as an independent non-executive director of the Company**

An ordinary resolution will be proposed at the AGM to approve the proposed election of Ms. LIU Shuwei as an independent non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

7.3 **The proposed election of Mr. NG Kar Ling, Johnny as an independent non-executive director of the Company**

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. NG Kar Ling, Johnny as an independent non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

7.4 **The proposed election of Mr. LI Qiang as an independent non-executive director of the Company**

An ordinary resolution will be proposed at the AGM to approve the proposed election of Mr. LI Qiang as an independent non-executive director of the Company, details of which are set out in the circular published by the Company on 21 June 2017.
8. The proposed election and re-election of supervisors of the Company

8.1 The proposed re-election of Mr. XIE Dong as a supervisor of the Company

An ordinary resolution will be proposed at the AGM to approve the proposed re-election of Mr. XIE Dong as a supervisor of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

8.2 The proposed election of Ms. ZHENG Ying as a supervisor of the Company

An ordinary resolution will be proposed at the AGM to approve the proposed election of Ms. ZHENG Ying as a supervisor of the Company, details of which are set out in the circular published by the Company on 21 June 2017.

Save for the Additional Resolutions, other details, such as time, venue and method of the AGM, as set out in the Initial Notice, shall remain unchanged.

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

Shenzhen, the PRC, 21 June 2017

As at the date of this Supplemental Notice, 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

Notes:

1. Please refer to the Initial Notice for details of other resolutions to be considered and approved at the AGM, closure of register of members, qualification of the shareholders for attending the AGM, registration procedures for attending the AGM and other relevant matters.

2. Each shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his/her behalf at the AGM. A proxy need not be a shareholder.

3. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.

4. Since the initial proxy form (the “Initial Proxy Form”) which was sent together with the Initial Notice does not contain the Additional Resolutions, a revised proxy form (the “Revised Proxy Form”) is sent together with the Supplemental Notice. Any shareholder who intends to appoint a proxy to attend the AGM and has not lodged the Initial Proxy Form is required to complete and lodge the enclosed Revised Proxy Form in accordance with the instructions stated thereon and lodging the Initial Proxy Form is not required. If a shareholder has already returned the Initial Proxy Form in accordance with the instructions printed thereon, he/she should note that:

(1) If no Revised Proxy Form is returned by the shareholder in accordance with the instructions stated thereon, the Initial Proxy Form will be treated as a valid proxy form lodged by the shareholder if duly
completed. (Each of) the proxy(ies) appointed under the Initial Proxy Form will also be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM (including the Additional Resolutions).

(2) If the Revised Proxy Form is lodged 24 hours before the time appointed for the AGM in accordance with the instructions stated thereon, the Revised Proxy Form, whether duly completed or not, will revoke and supersede the Initial Proxy Form previously lodged by the shareholder. The Revised Proxy Form will be treated as a valid form of proxy if duly completed.

(3) If the Revised Proxy Form is lodged within 24 hours before the time appointed for the AGM, it will be deemed invalid. It will not revoke the Initial Proxy Form previously lodged by the shareholder. The Initial Proxy Form will be treated as a valid proxy form lodged by the shareholder if duly completed. (Each of) the proxy(ies) appointed under the Initial Proxy Form will also be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM (including the Additional Resolutions).

5. The Revised Proxy Form and the instrument appointing a proxy must be in writing under the hand of the shareholder or his/her attorney duly authorised in writing, or if the shareholder is a legal person, either under seal or under the hand of a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised. To be valid, for holders of the A shares, the notarised power of attorney or other document of authorisation and the proxy form must be delivered to the office of the Board not less than 24 hours before the time appointed for the holding of the AGM. In order to be valid, for holders of the H shares, the above documents must be delivered to the H share registrar of the Company at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 24 hours before the time appointed for the AGM.

6. The AGM is expected to last for half a day. Shareholders (in person or by proxy) attending this AGM are responsible for their own transportation and accommodation expenses.

7. The address of the office of the Board is as follows:

Vanke Centre
No. 33 Huanmei Road, Dameisha, Yantian District, Shenzhen, the PRC
Postal code: 518083

Contact persons: Mr. LIANG Jie and Ms. LI Yuanyuan
Tel: 86 (755) 2560 6666
Fax: 86 (755) 2553 1696

8. Each shareholder (or his or her proxy) shall exercise his or her voting rights by way of poll.