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## **COUNTRY GARDEN HOLDINGS COMPANY LIMITED**

**碧桂園控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 2007)**

### **GRANT OF SHARE OPTIONS**

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

The board of directors (the "Board") of Country Garden Holdings Company Limited (the "Company") hereby announces that on 13 December 2013, the Company has granted in aggregate 6,173,457 share options (the "Share Options") under its share option scheme adopted on 20 March 2007 (the "Option Scheme") to certain eligible participants (as defined in the rules of the Option Scheme) (the "Grantee(s)") which, subject to acceptance of such grant of Share Options by the Grantees, will enable the Grantees, upon full exercise of all such Share Options, to subscribe for an aggregate of 6,173,457 new shares of HK\$0.1 each (the "Share(s)") in the share capital of the Company for the exercise price per Share Option set out below (all subject to adjustments under the terms of the Option Scheme in accordance with Rule 17.03(13) of the Listing Rules), such Shares representing in aggregate approximately 0.03% of the issued share capital of the Company as at the date of this announcement, or approximately 0.03% of the issued share capital of the Company as at the date of this announcement as enlarged by the issue and allotment of Shares upon full exercise of such Share Options.

Details of the Share Options granted are set out below:

Date of grant	:	13 December 2013 (“Date of Grant”)
Subscription price of Share Options granted	:	HK\$4.844 per Share Option, representing the highest of (i) the closing price of HK\$4.710 per Share as stated in the daily quotations sheets issued by The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on the Date of Grant; (ii) the average closing price of HK\$4.844 per Share as stated in the daily quotations sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of a Share
Total number of Share Options granted	:	6,173,457 Share Options (each Share Option shall entitle the holder of the Share Option to subscribe for one Share)
Closing price of the Shares on the Date of Grant	:	HK\$4.710 per Share
Average closing price of the Shares for the five business days immediately preceding the Date of Grant	:	HK\$4.844 per Share
Validity period of the Share Options (the “Option Period”)	:	From the date of acceptance of the offer for the grant of Share Options by each of the Grantees to 12 December 2023 (both days inclusive)
Exercise Period	:	the Share Options are exercisable commencing from 13 December 2018 to 12 December 2023 (both days inclusive)

An aggregate of 2,589,459 Share Options are granted, with the approval of the independent non-executive directors of the Company as required under Rule 17.04(1) of the Listing Rules, to the following Grantees, each of whom is a director of the Company or his/her associate (as defined under the Listing Rules):

<b>Name</b>	<b>Title</b>	<b>Number of Share Options granted</b>
YANG Zhicheng	Executive director	1,493,845
OU Xueming	Executive director	954,039
YANG Zhigang	General Project Manager	141,575

Mr. OU Xueming is neither a substantial shareholder (as defined under the Listing Rules) nor an independent non-executive director of the Company, nor or any of their respective associates. Each of Mr. YANG Zhicheng and Mr. YANG Zhigang is not an independent non-executive director of the Company, they are both cousins of Ms. YANG Huiyan, who is the substantial shareholder of the Company. As a result, each of Mr. YANG Zhicheng and Mr. YANG Zhigang is an associate of a substantial shareholder of the Company. The present grant of the Share Options to each of them individually (or aggregated together) would not result in the securities issued or to be issued upon exercise of all options already granted (including options exercised, cancelled and outstanding) to such person(s) individually (or aggregated together) in the 12-month period up to and including the Date of Grant to represent in aggregate over 0.1% of the Shares in issue and have an aggregate value (as at the Date of Grant) in excess of HK\$5 million.

By order of the Board  
**Country Garden Holdings Company Limited**  
**MO Bin**  
*President and Executive Director*

Hong Kong  
13 December 2013

*As of the date of this announcement, the executive directors of the Company are Mr. YEUNG Kwok Keung (Chairman), Ms. YANG Huiyan (Vice Chairman), Mr. MO Bin (President), Mr. ZHU Rongbin (Associate President), Ms. YANG Ziyang, Mr. YANG Erzhu, Mr. SU Rubo, Mr. OU Xueming, Mr. YANG Zhicheng, Mr. YANG Yongchao, Mr. XIE Shutai, Mr. SONG Jun, Mr. LIANG Guokun and Mr. SU Baiyuan. The independent non-executive directors of the Company are Mr. LAI Ming, Joseph, Mr. SHEK Lai Him, Abraham, Mr. TONG Wui Tung, Ronald, Mr. HUANG Hongyan, Ms. HUANG Xiao, Mr. LIU Hongyu and Mr. MEI Wenjue.*