

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/05/2014

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Country Garden Holdings Company Limited |
|----------------|---|
| Date Submitted | 04/06/2014 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|---------------------------------|---------------------------|----------------------------------|---|
| (1) Stock code : 2007 | Description : | Ordinar | y Shares |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding m | onth 100,000,000,000 | HK\$0.10 | HK\$10,000,000,000 |
| Increase/(decrease) | 0 | _ | HK\$0 |
| Balance at close of the month | 100,000,000,000 | <u>HK\$0.10</u> | _HK\$10,000,000,000 |
| (2) Stock code : <u>N/A</u> | Description : | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding m | onth | | |
| Increase/(decrease) | | _ | |
| Balance at close of the month | | | |

2. Preference Shares

| Stock code : N/A | Description : | | |
|-------------------------------|--------------------------|----------------------------------|---|
| | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding | month | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

3. Other Classes of Shares

| Stock code : <u>N/A</u> D | escription : | | |
|------------------------------------|--------------------------------|----------------------------------|---|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding mont | h | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

Total authorised share capital at the end of the month (*State currency*) : **HK\$10,000,000**

II. Movements in Issued Share Capital

| | No. of ordina | ary shares | No of preference | No. of other classes | |
|--|----------------|------------|------------------|----------------------|--|
| | (1) | (2) | shares | of shares | |
| Balance at close of preceding month | 18,457,534,177 | N/A | N/A | N/A | |
| Increase/ (decrease) during the month | 0 | N/A | N/A | N/A | |
| Balance at close of the month | 18,457,534,177 | N/A | N/A | N/A | |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share | bildre Option | i benemes or the | 135001) | | No. of new shares of | No. of new shares of |
|--------------------------|---------------|-------------------|----------------|--------------|----------------------|--------------------------|
| option scheme | | | | | issuer issued during | issuer which may be |
| including EGM | | | | | the month pursuant | issued pursuant thereto |
| approval date | | Movement duri | ng the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | Wovement dur | ing the month | | _ | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$3.70 | | | | | | |
| (20/03/2007) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 3,000,000 |
| (Note 1) | | | | | | |
| 2. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$4.844 | | | | | | |
| (20/03/2007) | | | | | | |
| | 0 | 0 | 0 | 0 | 0 | 0* |
| ordinary shares (Note 1) | 0 | 0 | 0 | 0 | 0 | 0 |
| (Ivole I) | | | | | | |
| 3. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | Te | otal A. (Ordin | ary shares) | 0 | |
| | | | | nce shares) | N/A | |
| | | | | Other class) | N/A | |
| Total funds raised dur | | n from exercise o | - | | | |
| options (State currenc | cy) | | | HK\$0 | | |

* No. of share options as at 31 May 2014: 6,173,457 share options (unvested : 6,173,457 share options)

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---|----------------------------------|---|--|--|
| <u>1. N/A</u> | | | | | |
| | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| 2. N/A | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A | (/ /) | | | | |
| | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A | (/ /) | | | | |
| | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subconition price | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | |
| | Tota | (Prefer | nary shares) ence shares) (Other class) | N/A N/A N/A | |

| Convertibles (i.e. Convertible in | nto Shares of the | Issuer which are t | o be Listed) | | | |
|---|--------------------------------------|--|----------------------------------|---------------------------------------|---|--|
| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| <u>1. N/A</u> | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) | (/ / |) | | | | |
| <u>2. N/A</u> | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | |
| <u>3. N/A</u> | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) <u>4. N/A</u> | (/ / |) | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ / |) | T-10 (0.1 | · · · · · · · · · · · · · · · · · · · | N T/ A | |
| | | | Total C. (Ord (Prefer | inary shares) rence shares) | N/A N/A | _ |
| | | | | (Other class) | N/A | - |

For Main Board and GEM listed issuers

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---|--|
| 1. N/A | | |
| | _ | |
| | _ | |
| shares (Note 1) | _ | |
| | | <u></u> |
| 2. N/A | | |
| | | |
| | _ | |
| | _ | |
| | | |
| 3. N/A | | |
| | | |
| | _ | |
| | _ | |
| shares (Note 1) | | - <u> </u> |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | | - |
| (Other class) | N/A | - |
| | | |

Other Movements in Issued Share Capital

| | | | | | | No. of new shares of issuer issued during the month pursuant thereto | issuer which may be issued pursuant thereto as at close of the |
|----|---------------|------------------|--|-------|---|--|---|
| | Type of Issue | | | | | | month |
| | | | Class of shares issuable (<i>Note 1</i>) | N/A | | | |
| 1. | Rights issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | N/A | | | |
| 2. | Open offer | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | N/A | | | |
| 3. | Placing | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |
| | | | Class of shares issuable (Note 1) | N/A | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |

| | | | Class of shares issuable (Note 1) | N/ | /A | |
|----|------------------------|------------------|---|-------|-----|------|
| 5. | Scrip dividend | At price : State | Issue and allotment date: (dd/mm/yyyy) | (/ / | /) | |
| | | | AGM approval date: (dd/mm/yyyy) | (/ / | /) | |
| | | | | | | |
| | | | Class of shares repurchased (<i>Note 1</i>) | N/ | /A | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (/ / | /) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | | | | |
| | | | Class of shares redeemed (<i>Note 1</i>) | N/ | /A | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) | (/ / | /) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / | /) | |
| | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | N/ | /A | |
| 8. | Consideration issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / | /) | |
| | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | N/ | /A | |
| 9. | Capital reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (/ / | /) | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | | | | |
| | | | | | | |

| | | | Class of shares issuable (Note 1) | N/A | | |
|-----|---------------------------|------------------|--|--|-------------------|--|
| 10. | Other (Please specify) | At price : State | — Issue and allotment date : (dd/mm/yyyy) | (//) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (//) | | |
| | | | | Ordinary shares) reference shares) (Other class) | N/A N/A N/A | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 0 |
|--|-----|-----|
| | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) | | |

Remarks (if any):

Submitted by: <u>HUEN Po Wah</u>

Title: <u>Secretary</u> (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.