

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :31/12/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Country Garden Holdings Company Limited
Date Submitted	06/01/2015

I. Movements in Authorised Share Capital

(1) Stock code :	2007 Descr	ription :	Ordinary Shares			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of pr	eceding month	100,000,000,000	HK\$0.10	HK\$10,000,000,000		
Increase/(decrease)		0		HK\$0		
Balance at close of the	e month	100,000,000,000	HK\$0.10	<u>HK\$10,000,000,000</u>		
(2) Stock code :	N/A Descr	ription :				
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of pr	eceding month					
Increase/(decrease)						

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 ordinary shares		No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	20,351,819,782	N/A	N/A	N/A	
Increase/ (decrease) during the month	0	N/A	N/A	N/A	
Balance at close of the month	20,351,819,782	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	Share option	Selfemes of the	135401)		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		M			thereto	as at close of the month
(dd/mm/yyyy) and -		Movement duri	ing the month		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme adopted						
by shareholders						
exercise price:						
HK\$3.646						
(20/03/2007)						
ordinary shares	0	0	0	0	0	3,044,358
(Note 1)						
2. Share Option						
Scheme adopted						
by shareholders						
exercise price:						
HK\$4.773						
(20/03/2007)						
ordinary shares	0	0	0	0	0	0*
(Note 1)	•				0	0
3. N/A						
(/ /)						
shares						
(Note 1)						
		To	otal A. (Ordin	ary shares)	0	
				nce shares)	N/A	
				Other class)	N/A	
Total funds raised dur		from exercise o	-			
options (State currenc	y)			HK\$0		

* No. of share options as at 31 December 2014: 6,264,738 share options (unvested : 6,264,738 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 (Note 1)					
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 (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares	·				
issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	

Convertibles (i.e. Convertible in	nto Shares of the	e 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						
(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) 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)	(/ /)				
<u>4. N/A</u>						
			- <u></u>			
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price EGM approval date (if applicable)	(1 1					
(dd/mm/yyyy)	(/ /)	Total C. (Ord	inary shares)	N/A	
			(Prefei	rence shares)	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)

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

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A
	(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.