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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)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 16 MAY 2016**

The Board is pleased to announce that the resolutions as set out in the notice of AGM were put to the AGM for voting by poll and approved by the Shareholders including, inter alia, the proposal of the payment of final dividend.

#### **POLL RESULTS OF ANNUAL GENERAL MEETING**

The board of directors (the “Board”) of Country Garden Holdings Company Limited (the “Company”) is pleased to announce that the resolutions as set out in the notice of annual general meeting of the Company dated 14 April 2016 were put to the annual general meeting of the Company held on 16 May 2016 (the “AGM”) for voting by poll and approved by the shareholders of the Company (the “Shareholders”) including, inter alia, the proposal of the payment of the final dividend of RMB6.47 cents per share for the year ended 31 December 2015.

The Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as scrutineers for purpose of counting the votes at the AGM.

As at the date of the AGM, the total number of issued shares of the Company being the total number of shares entitling the holders thereof to attend and vote for or against all the resolutions proposed at the AGM was 22,383,148,782 shares (the “Shares”). There were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). There were no Shareholders that are required under the Listing Rules to abstain from voting.

The poll results in respect of each resolution proposed at the AGM were as follow:

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements, the report of the directors and the independent auditor's report for the year ended 31 December 2015.	15,249,002,485 (99.99%)	2,224 (0.01%)
2.	To declare a final dividend of RMB6.47 cents per Share for the year ended 31 December 2015.	15,249,403,247 (99.99%)	3,342 (0.01%)
3.	(a) (1) To re-elect Ms. YANG Huiyan as an executive director of the Company.	15,215,947,879 (99.78%)	33,462,136 (0.22%)
	(2) To re-elect Mr. MO Bin as an executive director of the Company.	15,073,888,856 (98.85%)	175,522,208 (1.15%)
	(3) To re-elect Mr. ZHU Rongbin as an executive director of the Company.	15,215,950,049 (99.78%)	33,461,015 (0.22%)
	(4) To re-elect Ms. YANG Ziyang as an executive director of the Company.	15,215,950,049 (99.78%)	33,461,015 (0.22%)
	(5) To re-elect Mr. SHEK Lai Him, Abraham as an independent non-executive director of the Company.	14,750,925,750 (96.73%)	498,484,196 (3.27%)
	(6) To re-elect Mr. TONG Wui Tung, Ronald as an independent non-executive director of the Company.	15,247,509,397 (99.99%)	1,901,667 (0.01%)
	(7) To re-elect Mr. MEI Wenjue as an independent non-executive director of the Company.	15,243,505,059 (99.96%)	5,906,005 (0.04%)
	(b) To authorize the Board to fix the directors' remuneration of the Company.	15,234,609,665 (99.91%)	14,070,128 (0.09%)
4.	To re-appoint PricewaterhouseCoopers as auditor of the Company and authorize the Board to fix their remuneration.	15,246,181,263 (99.98%)	3,224,205 (0.02%)
5.	To grant a general mandate to the directors of the Company to issue new shares not exceeding 20% of the issued Shares.	14,365,045,747 (94.20%)	884,359,721 (5.80%)

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		For	Against
6.	To grant a general mandate to the directors of the Company to buy back Shares not exceeding 10% of the issued Shares.	15,249,396,976 (99.99%)	8,492 (0.01%)
7.	To extend the general mandate to be granted to the directors of the Company to issue new shares by adding it the number of Shares bought back under the general mandate to buy back Shares.	14,388,108,387 (94.35%)	861,295,963 (5.65%)

As a majority of the votes were cast in favour of each of the resolutions, all the resolutions proposed at the AGM were duly passed as ordinary resolutions of the Company.

By Order of the Board  
**Country Garden Holdings Company Limited**  
**WU Jianbin**  
*Executive Director*

Hong Kong, 16 May 2016

*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), Mr. WU Jianbin (Chief Financial Officer), Ms. YANG Ziyang, Mr. SU Rubo, Mr. OU Xueming, Mr. YANG Zhicheng, 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. MEI Wenjue and Mr. YEUNG Kwok On.*