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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)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the attached announcement on the next page. A copy of the announcement is available on the website of the Singapore Exchange Securities Trading Limited at www.sgx.com.

By order of the Board
Country Garden Holdings Company Limited
Cui Jianbo
President and Executive Director

Hong Kong, 28 April 2010

As of the date of this announcement, the executive directors of the Company are Mr. YEUNG Kwok Keung (Chairman), Mr. CUI Jianbo, Ms. YANG Huiyan, Mr. YANG Erzhu, Mr. SU Rubo, Mr. ZHANG Yaoyuan, Mr. OU Xueming, Mr. YANG Zhicheng and Mr. YANG Yongchao. The independent non-executive directors of the Company are Mr. LAI Ming, Joseph, Mr. SHEK Lai Him, Abraham and Mr. TONG Wui Tung, Ronald.

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(Incorporated in the Cayman Islands with limited liability)

SETTLEMENT NOTICE

relating to the
Invitation to Tender for purchase for Cash
an amount of its outstanding

RMB4,314,000,000

in aggregate principal amount of
US dollar Settled 2.5 per cent. Convertible Bonds due 2013
(ISIN: XS0347451022; Common Code: 034745102)
(the “**Bonds**”)

Reference is made to the Financing Condition Notice dated 23 April 2010 issued by Country Garden Holdings Company Limited (the “**Company**”) in connection with its invitation to Bondholders to tender their Bonds to the Company for purchase by the Company for cash in US dollars (such invitation, the “**Invitation to Tender**”) on the terms and subject to the conditions set out in the tender offer memorandum dated 7 April 2010 (the “**Tender Offer Memorandum**”).

Capitalised terms used in this notice and not otherwise defined herein shall have the meaning given to them in the Tender Offer Memorandum.

The Company hereby confirms that the Invitation to Tender completed on the Settlement Date, 27 April 2010. Accordingly, all transactions contemplated pursuant to the Tender Offer Memorandum have been consummated in full. The aggregate principal amount of Bonds purchased by the Company on the Settlement Date was RMB780,700,000, for which the Company paid an aggregate consideration of US\$127,468,648.27.

As at the date of this notice, RMB3,533,300,000 in aggregate principal amount of the Bonds remain outstanding.

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This notice is given on 28 April 2010 by Country Garden Holdings Company Limited.

By Order of the Board
Cui Jianbo
President and Executive Director