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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)**

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE**

The board of directors (the “Board”) of Country Garden Holdings Company Limited (the “Company”) is pleased to announce that Mr. Huang Hongyan and Ms. Huang Xiao have been appointed as Independent Non-executive Directors of the Company with effect from 20 December 2012. In addition, Mr. Huang Hongyan and Ms. Huang Xiao have been appointed as a member of Audit Committee, Nomination Committee and Remuneration Committee of the Company, also with effect from 20 December 2012.

Mr. Huang Hongyan, aged 42. Mr. Huang graduated from the Department of Finance, the School of Economics of Jinan University and holds a Bachelor of International Finance degree, and is also qualified as a Chinese certified public accountant, a Chinese certified tax agent, a Chinese certified public valuer, a certified internal auditor and a corporate accountant. Currently, Mr. Huang serves as a general manager of Foshan Yestar Consulting Co., Ltd. and a director of Guangdong Jiayang Investment Co., Ltd.. Mr. Huang is an independent non-executive director of Guangdong Vanward New Electric Co., Ltd., whose shares listed on Shenzhen Stock Exchange, and Guangdong Rifeng Electric Cable Co., Ltd..

Mr. Huang has entered into an appointment letter with the Company for a term of two years commencing from 20 December 2012 and is subject to retirement and re-election at the annual general meetings of the Company in accordance with the Articles of Association. Under the appointment letter, Mr. Huang is entitled to receive an annual fee of RMB180,000 which is determined by the Board with reference to his duties and responsibilities with the Company, the Company’s remuneration policy and the prevailing marketing conditions, and to be authorised by the shareholders at the annual general meeting. Other than that, Mr. Huang has not entered into a service contract with the Company.

Save as disclosed above, as the date of this announcement, Mr. Huang does not have any relationship with any director, member of senior management, or substantial or controlling shareholder of the Company, nor any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and he has not held any directorships in listed public companies in the last three years.

Ms. Huang Xiao, aged 45. Ms. Huang graduated from has Jinan University and holds a Bachelor of Accounting degree and also graduated from University of New South Wales, Australia and holds a

Master of Commerce degree with a major in international accounting. Ms. Huang is qualified as a Chinese certified public accountant and a senior accountant. Currently, Ms. Huang serves as the officer of the examination and training department of Guangdong Provincial Institute of Certified Public Accountants, a member of registration committee of Guangdong Provincial Institute of Certified Public Accountants and a bidding assessment expert of Stated-owned Assets Supervision and Administration Commission, the People's Government of Guangdong Province.

Ms. Huang has entered into an appointment letter with the Company for a term of two years commencing from 20 December 2012 and is subject to retirement and re-election at the annual general meetings of the Company in accordance with the Articles of Association of the Company. Under the appointment letter, Ms. Huang is entitled to receive an annual fee of RMB180,000 which is determined by the Board with reference to her duties and responsibilities with the Company, the Company's remuneration policy, the prevailing marketing conditions and to be authorised by the shareholders at the annual general meeting. Other than that, Ms. Huang has not entered into a service contract with the Company.

Save as disclosed above, as the date of this announcement, Ms. Huang does not have any relationship with any director, member of senior management, or substantial or controlling shareholder of the Company, nor any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and she has not held any directorships in listed public companies in the last three years.

Save as disclosed above, there are no other matters concerning Mr. Huang Hongyan's and Ms. Huang Xiao's appointment that need to be brought to the attention of the shareholders of the Company nor any information required to be disclosed pursuant to the requirements under Rules 13.51(2)(h) to 13.51(v) of the Rules Governing in the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board wishes to express its warm welcome to Mr. Huang Hongyan and Ms. Huang Xiao on their appointment.

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

Foshan, Guangdong Province, PRC  
20 December 2012

*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, Ms. YANG Ziying, 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, Mr. TONG Wui Tung, Ronald and Mr. HUANG Hongyan and Ms. HUANG Xiao.*