



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities**
**For the month ended (dd/mm/yyyy) :** 31/12/2012

To : Hong Kong Exchanges and Clearing Limited

 Name of Issuer Country Garden Holdings Company Limited

 Date Submitted 03/01/2013
**I. Movements in Authorised Share Capital**
**1. Ordinary Shares**

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

## 2. Preference Shares

Stock code : <u>    N/A    </u>	Description : _____		
	No. of preference shares	Par value <i>(State currency)</i>	Authorised share capital <i>(State currency)</i>
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>	Description : _____		
	No. of other classes of shares	Par value <i>(State currency)</i>	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

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

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>18,229,660,154</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>0</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>18,229,660,154</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
<b>1. Share Option Scheme adopted by shareholders</b>						
<u>(20/03/2007)</u>						
<u>ordinary shares</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>3,000,000</u>
<i>(Note 1)</i>						
<b>2. N/A</b>						
<u>( / / )</u>						
<u>shares</u>						
<i>(Note 1)</i>						
<b>3. N/A</b>						
<u>( / / )</u>						
<u>shares</u>						
<i>(Note 1)</i>						
			Total A. (Ordinary shares)		<u>0</u>	
			(Preference shares)		<u>N/A</u>	
			(Other class)		<u>N/A</u>	
Total funds raised during the month from exercise of options (State currency)					<u>HK\$0</u>	

## Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of 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
1. N/A						
( / / ) 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 (Note 1) _____ 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 (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )						
Total B. (Ordinary shares) _____					N/A	
(Preference shares) _____					N/A	
(Other class) _____					N/A	

## Convertibles (i.e. Convertible into Shares of the Issuer which are to 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
<b>1. RMB-denominated</b>						
<b>US dollar Settled 2.5% Convertible Bonds due 2013 (“Convertible Bonds”)</b>						
	<b>RMB</b>	<b>781,000,000</b>	<b>0</b>	<b>781,000,000</b>	<b>0</b>	<b>0</b>
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> )	Ordinary Shares					
Subscription price	HK\$9.05					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<b>2. N/A</b>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<b>3. N/A</b>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
<b>4. N/A</b>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
			Total C. (Ordinary shares)		N/A	
			(Preference shares)		N/A	
			(Other class)		N/A	

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. <u>N/A</u>     ( / / ) shares ( <i>Note 1</i> )		
2. <u>N/A</u>     ( / / ) shares ( <i>Note 1</i> )		
3. <u>N/A</u>     ( / / ) shares ( <i>Note 1</i> )		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

## Other Movements in Issued Share Capital

Other Movements in Issued Share Capital				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
Type of Issue					
1. Rights issue	At price : State currency _____	Class of shares issuable (Note 1) _____	Issue and allotment date : (dd/mm/yyyy) ( / / )	N/A	
			EGM approval date: (dd/mm/yyyy) ( / / )		
2. Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____	Issue and allotment date : (dd/mm/yyyy) ( / / )	N/A	
			EGM approval date: (dd/mm/yyyy) ( / / )		
3. Placing	At price : State currency _____	Class of shares issuable (Note 1) _____	Issue and allotment date : (dd/mm/yyyy) ( / / )	N/A	
			EGM approval date: (dd/mm/yyyy) ( / / )		
4. Bonus issue		Class of shares issuable (Note 1) _____	Issue and allotment date : (dd/mm/yyyy) ( / / )	N/A	
			EGM approval date: (dd/mm/yyyy) ( / / )		

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



10. Other (Please specify)	At price : State currency	Class of shares issuable	N/A
		(Note 1)	_____
		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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

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Submitted by: HUEN Po Wah

Title: Secretary  
(Director, Secretary or other duly authorised officer)

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*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.*