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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 ASSOCIATE PRESIDENT, EXECUTIVE DIRECTORS AND INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board of the Company is pleased to announce that, with effect from 29 May 2013:-

- (1) Mr. ZHU Rongbin has been appointed as Associate President and Executive Director of the Company;
- (2) Mr. SONG Jun, Mr. XIE Shutai and Mr. LIANG Guokun have been appointed as Executive Director of the Company; and
- (3) Mr. LIU Hongyu and Mr. MEI Wenjue have been appointed as Independent Non-executive Directors of the Company.

The board of directors (the “Board”) of Country Garden Holdings Company Limited (the “Company”) is pleased to announce that, with effect from 29 May 2013, (1) Mr. ZHU Rongbin has been appointed as Associate President and Executive Director of the Company; (2) Mr. SONG Jun, Mr. XIE Shutai and Mr. LIANG Guokun have been appointed as Executive Director of the Company; and (3) Mr. LIU Hongyu and Mr. MEI Wenjue have been appointed as Independent Non-executive Directors of the Company.

**Mr. ZHU Rongbin**, aged 40, graduated from the Faculty of Civil Engineering of Tsinghua University with a master degree and is a national registered supervisor engineer, a national registered cost engineer and a senior engineer. Mr. ZHU is primarily responsible for the management of investment, commercial and product design of the Company and its subsidiaries (the “Group”). Mr. ZHU was employed by China Overseas Holdings Limited from 1995 to 2008 responsible for property development and project management in various locations, namely Guangzhou, Hong Kong, Shenzhen, Beijing and Shanghai, most recently as director, assistant general manager and general manager (eastern China region) of China Overseas Property Group Company Limited. From 2008 and before joining the Group in May 2013, Mr. ZHU worked in Guangzhou R&F Properties Co., Ltd. (“R&F”), most recently as vice president and general manager (southern China region) of R&F. Mr. ZHU has acted as deputy managing president of Guangdong Real Estate Association since 2008. Mr. ZHU had 18 years of experience in property development and related business.

Save as disclosed above, as the date of this announcement, Mr. ZHU 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.

Mr. ZHU has entered into a service agreement with the Company for a term of office commencing from 29 May 2013 until 31 December 2014, subject to termination by not less than six months' notice in writing served by either party on the other 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. Mr. ZHU's emoluments are determined in accordance with the terms of the service agreement by reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions. Under the service agreement, Mr. ZHU is entitled to receive a basic annual salary of RMB2,400,000 and is entitled to other fringe benefits. Furthermore, Mr. ZHU is entitled to a year end management bonus of a sum to be determined by the Board at its absolute discretion.

**Mr. SONG Jun**, aged 45, graduated from Chongqing College of Construction and Architecture, currently known as Chongqing University, with a degree in architecture and is a qualified PRC architect. Prior to joining the Group in 1997, Mr. SONG worked in Hunan Province Jishou City Construction Institute and Guangdong Elite Architectural Co., Ltd. and was responsible for architectural design work. Since 1997, he served as a project manager and a general manager of Shunde Country Garden and Guangzhou Country Garden, and served as vice president of the Company since 2005, responsible for the management of property project development. Currently, Mr. SONG is responsible for the overall operation, management and sustainable development of property projects in certain regions under his supervision. Mr. SONG has 16 years of experience in the management of property development.

Save as disclosed above, as the date of this announcement, Mr. SONG 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.

Mr. SONG has entered into a service agreement with the Company for a term of office commencing from 29 May 2013 until 31 December 2014, subject to termination by not less than six months' notice in writing served by either party on the other 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. Mr. SONG's emoluments are determined in accordance with the terms of the service agreement by reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions. Under the service agreement, Mr. SONG is entitled to receive a basic annual salary of RMB1,700,000 and is entitled to other fringe benefits. Furthermore, Mr. SONG is entitled to a year end management bonus of a sum to be determined by the Board at its absolute discretion.

**Mr. XIE Shutai**, aged 48, graduated from Hunan University with a degree in civil engineering and is a qualified PRC civil engineer. Mr. XIE is primarily responsible for the overall management and supervision of certain property development projects of the Group, and also responsible for the overall management of the hotels and property management companies of the Group. Prior to joining the Group in 1997, Mr. XIE worked in Hengyang City Construction Institute from 1986 to 1991 responsible for structural design work. He also worked in Shunde Sanhe Company from 1992 to 1997 responsible for property management. Since 1997, he has been working in Shunde Country Garden and Guangdong Country Garden Property Management Co., Ltd. responsible for the overall property and hotel management of the Group, and served as vice president of the Company since 2007. Mr. XIE has 21 years of experience in property management and 16 years of experience in hotel management.

Save as disclosed above, Mr. XIE does not hold any other directorships in any other listed public companies in the last three years or any other positions with the Company or other members of the Group.

Mr. XIE does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company.

Mr. XIE together with his associate have direct interest in 813,059 shares of the Company, representing approximately 0.01% of the issued share capital of the Company within the meaning of Part XV of the Securities and Futures Ordinance as at the date of this announcement.

Mr. XIE has entered into a service agreement with the Company for a term of office commencing from 29 May 2013 until 31 December 2014, subject to termination by not less than six months' notice in writing served by either party on the other 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. Mr. XIE's emoluments are determined in accordance with the terms of the service agreement by reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions. Under the service agreement, Mr. XIE is entitled to receive a basic annual salary of RMB1,700,000 and is entitled to other fringe benefits. Furthermore, Mr. XIE is entitled to a year end management bonus of a sum to be determined by the Board at its absolute discretion.

**Mr. LIANG Guokun**, aged 55. Mr. LIANG is primarily responsible for landscape design and gardening system management and supervision. Prior to joining the Group in 1999, Mr. LIANG worked in Zhong Shan Hot Spring Golf Club from 1985 to 1994. He also worked in Dongguan Yin Li Golf Club, Shenzhen Mission Hills Golf Club and Shenzhen Longgang Green Club, currently known as Citic Green Golf Club, in a number of senior positions. Mr. LIANG served as vice president of the Company since 2011. Mr. LIANG had 28 years of experience in golf course design management and landscape design management.

Save as disclosed above, Mr. LIANG does not hold any other directorships in any other listed public companies in the last three years or any other positions with the Company or other members of the Group. Mr. LIANG does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company.

Mr. LIANG together with his associate have direct interest in 859,553 shares of the Company, representing approximately 0.01% of the issued share capital of the Company within the meaning of Part XV of the Securities and Futures Ordinance as at the date of this announcement.

Mr. LIANG has entered into a service agreement with the Company for a term of office commencing from 29 May 2013 until 31 December 2014, subject to termination by not less than six months' notice in writing served by either party on the other 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. Mr. LIANG's emoluments are determined in accordance with the terms of the service agreement by reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions. Under the service agreement, Mr. LIANG is entitled to receive a basic annual salary of RMB1,700,000 and is entitled to other fringe benefits. Furthermore, Mr. LIANG is entitled to a year end management bonus of a sum to be determined by the Board at its absolute discretion.

**Mr. LIU Hongyu**, aged 50, graduated from Tsinghua University with bachelor degree in structural engineering and a master degree in management engineering, and is a qualified real estate appraiser in the PRC. Mr. LIU was a professor in the Department of Civil Engineering of Tsinghua University from June 1996 to April 2000, and since April 2000, he has been a professor in the Department of Construction Management of Tsinghua University. Since 2010, he has been the director of Hang Lung Center for Real Estate, Tsinghua University. His research focuses on real estate economics, real estate investment and finance, housing policies and land management. From April 2006 to March 2012, Mr. LIU served as an independent director of COFCO Property (Group) Co., Ltd. Currently, Mr. LIU served as an independent

director of China Merchants Property Development Co., Ltd, a company whose shares are listed on the Shenzhen Stock Exchange, and an independent non-executive director of Frashion Properties (China) Limited, a company whose shares are listed on the Stock Exchange of Hong Kong Limited. Mr. LIU is a vice chairman of the China Institute of Real Estate Appraisers and Agents and a director of Asian Real Estate Society. He is also an honorary professor of the University of Hong Kong and a Fellow of the Royal Institution of Chartered Surveyors of the United Kingdom. Mr. LIU had over 20 years of experience in real estate, construction and engineering.

Mr. LIU has entered into an appointment letter with the Company for a term of office commencing from 29 May 2013 until 31 December 2014 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, Mr. LIU is entitled to receive an annual fee of RMB240,000 which is determined by the Board with reference to his 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, Mr. LIU has not entered into a service contract with the Company.

Save as disclosed above, as the date of this announcement, Mr. LIU 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 other listed public companies in the last three years.

**Mr. MEI Wenjue**, aged 43, graduated from Sun Yat-Sen University with bachelor degree in English language and literature and a master degree in public administration, and from School of Management of Cranfield University in United Kingdom with a master of business administration. Mr. MEI served as a director of safety management system office, the secretary of safety committee, safety information manager of China Southern Airline ("CSA"), and the deputy representative of CSA in the safety security and quality functional executives of Skyteam. Currently, Mr. MEI serves as the chief representative of Shenzhen Office of China Europe International Business School.

Mr. MEI has entered into an appointment letter with the Company for a term of office commencing from 29 May 2013 until 31 December 2014 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, Mr. MEI is entitled to receive an annual fee of RMB240,000 which is determined by the Board with reference to his 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, Mr. MEI has not entered into a service contract with the Company.

Save as disclosed above, as the date of this announcement, Mr. MEI 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.

Save as disclosed above, there are no other matters concerning the appointment of Mr. ZHU Rongbin, Mr. SONG Jun, Mr. XIE Shutai, Mr. LIANG Guokun, Mr. LIU Hongyu and Mr. MEI Wenjue 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 (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. ZHU Rongbin, Mr. SONG Jun, Mr. XIE Shutai, Mr. LIANG Guokun, Mr. LIU Hongyu and Mr. MEI Wenjue on their appointment.

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

Foshan, Guangdong Province, PRC  
29 May 2013

*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), Ms. YANG Ziyang, Mr. YANG Erzhu, Mr. SU Rubo, Mr. ZHANG Yaoyuan, Mr. OU Xueming, Mr. YANG Zhicheng, Mr. YANG Yongchao, Mr. SONG Jun, Mr. XIE Shutai and Mr. LIANG Guokun. 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. LIU Hongyu and Mr. MEI Wenjue.*