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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 21 MAY 2014

<p>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.</p>
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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 11 April 2014 were put to the annual general meeting of the Company held on 21 May 2014 (the “**AGM**”) for voting by poll and approved by the shareholders of the Company (the “**Shareholder(s)**”) including, inter alia, the proposal of the payment of final dividend of RMB16.83 cents per share for the year ended 31 December 2013, with the Shareholders being given an option to elect to receive such final dividend all in new shares of the Company (the “**New Share(s)**”) or partly in New Shares and partly in cash (the “**Scrip Dividend Scheme**”).

The Company’s Hong Kong branch share registrar, 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 shares of the Company (the “**Shares**”) entitling the holders to attend and vote for or against all the resolutions at the AGM was 18,457,534,177 Shares, representing the total number of issued Shares as at the date of the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in 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 holders of Shares that were required under the Listing Rules to abstain from voting in respect of any of the resolutions at the AGM. There were no restrictions on any Shareholders casting votes on any of the resolutions at the AGM.

The poll results in respect of the resolutions were as follows:

ORDINARY RESOLUTIONS		FOR		AGAINST	
		Number of votes (Shares)	Percentage of the total number of votes	Number of votes (Shares)	Percentage of the total number of votes
1.	To receive and approve the audited consolidated financial statements, the report of the directors and the independent auditor's report of the Company for the year ended 31 December 2013.	11,931,202,045	99.99%	5	0.01%
2.	To declare a final dividend of RMB16.83 cents per share for the year ended 31 December 2013 (with scrip option).	11,931,602,804	99.99%	1,054	0.01%
3.	(a)				
	(1) To re-elect Ms. YANG Huiyan as a director.	11,068,803,164	92.77%	862,798,769	7.23%
	(2) To re-elect Mr. MO Bin as a director.	11,723,777,190	98.26%	207,822,645	1.74%
	(3) To re-elect Mr. ZHU Rongbin as a director.	11,907,342,429	99.80%	24,257,406	0.20%
	(4) To re-elect Ms. YANG Ziying as a director.	10,922,135,326	91.54%	1,009,466,607	8.46%
	(5) To re-elect Mr. OU Xueming as a director.	11,907,344,527	99.80%	24,255,308	0.20%
	(6) To re-elect Mr. YANG Zhicheng as a director.	10,922,095,460	91.54%	1,009,495,982	8.46%
	(7) To re-elect Mr. YANG Yongchao as a director.	11,907,302,564	99.80%	24,286,726	0.20%
	(8) To re-elect Mr. XIE Shutai as a director.	11,907,334,037	99.80%	24,255,307	0.20%
	(9) To re-elect Mr. SONG Jun as a director.	11,907,310,957	99.80%	24,288,878	0.20%
	(10) To re-elect Mr. LIANG Guokun as a director.	11,907,343,438	99.80%	24,256,397	0.20%
	(11) To re-elect Mr. SU Baiyuan as a director.	11,907,299,294	99.80%	24,290,050	0.20%
	(12) To re-elect Mr. WU Jianbin as a director.	11,907,328,669	99.80%	24,260,675	0.20%
	(13) To re-elect Mr. SHEK Lai Him, Abraham as a director.	11,138,727,042	93.35%	792,873,787	6.65%
	(14) To re-elect Mr. TONG Wui Tung, Ronald as a director.	11,929,740,776	99.98%	1,856,906	0.02%
	(15) To re-elect Mr. LIU Hongyu as a director.	11,929,742,825	99.98%	1,855,906	0.02%
	(16) To re-elect Mr. MEI Wenjue as a director.	11,929,741,776	99.98%	1,855,906	0.02%
	(17) To re-elect Mr. YEUNG Kwok On as a director.	11,929,712,400	99.98%	1,889,478	0.02%

ORDINARY RESOLUTIONS		FOR		AGAINST	
		Number of votes (Shares)	Percentage of the total number of votes	Number of votes (Shares)	Percentage of the total number of votes
(b)	To authorize the board of directors of the Company to fix the directors' remuneration.	11,927,760,482	99.97%	3,047,298	0.03%
4.	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorize the board of directors of the Company to fix their remuneration.	11,930,774,097	99.99%	829,781	0.01%
5.	To grant a general mandate to the directors of the Company to issue new shares not exceeding 20% of the issued shares of the Company.	10,785,707,571	90.40%	1,144,790,862	9.60%
6.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued shares of the Company.	11,930,767,811	99.99%	31,478	0.01%
7.	To extend the general mandate to be granted to the directors of the Company to issue new shares of the Company by adding it the number of shares repurchased under the general mandate to repurchase shares of the Company.	10,788,518,448	90.42%	1,143,072,841	9.58%

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
MO Bin
President and Executive Director

Hong Kong, 21 May 2014

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. OU Xueming, Mr. YANG Zhicheng, Mr. YANG Yongchao, Mr. XIE Shutai, Mr. SONG Jun, Mr. LIANG Guokun, Mr. SU Baiyuan and Mr. WU Jianbin. 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, Mr. MEI Wenjue and Mr. YEUNG Kwok On.