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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 of Securities Trading Limited at [www.sgx.com](http://www.sgx.com).

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

Hong Kong, 11 February 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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**11.750% Senior Notes due 2014**

**ANNOUNCEMENT**

Reference is made to the joint announcement of Country Garden Holdings Company Limited (the “**Company**”), Agile Property Holdings Limited and Guangzhou R&F Properties Co., Ltd. dated 23 December 2009 in relation to the acquisition of land in the Panyu District of Guangzhou City known as the Asian Games City (the “**Property**”). The acquisition and development of the Property (the “**Project**”) will be implemented through a project company (the “**Joint Venture**”), in which the Company expects to hold a minority equity interest.

The Company believes that its participation, alongside other major property developers, in this landmark Project will enhance its position in the PRC property market and bolster its market share and position in Guangzhou City and Guangdong Province. The Company believes that the successful completion of the Project will reinforce its status as one of the leading property developers in the PRC. The Company expects that a portion of the Project will be available for pre-sale by the end of 2010.

To facilitate its participation in the Project and other business needs, the Company is considering soliciting consents (the “**Consent Solicitation**”) from holders of its 11.750% senior notes due 2014 (the “**Notes**”) to amend certain terms of the Notes. The Company has engaged Goldman Sachs (Asia) L.L.C. to act as the sole solicitation agent for the potential Consent Solicitation.

If the Company proceeds with the Consent Solicitation, it intends to seek consents from holders of Notes to amend, among other things, certain restrictive covenants relating to the making of investments and incurrence of debt.

The Company may or may not commence the Consent Solicitation depending on market and other conditions. The Company will make a further announcement if and when it decides to conduct the Consent Solicitation. If the Company proceeds with the Consent Solicitation, the terms of the consents sought by the Company from holders of Notes will be set forth in detail in a consent solicitation statement.

Forward-looking statements in this announcement, including, among others, those statements relating to the Project and the Consent Solicitation, are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for the Notes, changes in the business and financial condition of the Company and its subsidiaries, changes in the property industry, and changes in the debt markets in general.

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

11 February 2010