

Monthly Return of Equity Issuer on Movements in Securities

**For the month ended
(dd/mm/yyyy):**

31/01/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Country Garden Holdings Company Limited

Date Submitted 05/02/2018

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 (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| 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 (<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 | _____ | _____ | _____ |

2. Preference Shares

| | | | | |
|-------------------------------------|-------|--------------------|--------------------------------|--|
| Stock code: _____ | N/A | 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: _____ | N/A | 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 (1) | (2) | No of preference shares | No. of other classes of shares |
|--|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of preceding month | <u>21,279,888,782</u> | N/A | N/A | N/A |
| Increase/ (decrease) during the month | <u>460,000,000</u> | N/A | N/A | N/A |
| Balance at close of the month | <u>21,739,888,782</u> | N/A | N/A | N/A |

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 | | |
| 1. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$3.646 | | | | | | |
| (20/03/2007) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 3,044,358 |
| (Note 1) | | | | | | |
| 2. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$4.773 | | | | | | |
| (20/03/2007) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 0* |
| (Note 1) | | | | | | |
| 3. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$3.332 | | | | | | |
| (20/03/2007) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 0* |
| (Note 1) | | | | | | |

III. Details of Movements in Issued Share Capital

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

| 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 | | |
| 4. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$3.106 | | | | | | |
| (20/03/2007) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 0* |
| (Note 1) | | | | | | |
| 5. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$3.740 | | | | | | |
| (20/03/2007) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 0* |
| (Note 1) | | | | | | |
| 6. Share Option | | | | | | |
| Scheme adopted | | | | | | |
| by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$8.250 | | | | | | |
| (18/05/2017) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 0* |
| (Note 1) | | | | | | |

III. Details of Movements in Issued Share Capital

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

| 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 | | |
| 7. Share Option | | | | | | |
| Scheme adopted by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$10.100 | | | | | | |
| (18/05/2017) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 0* |
| (Note 1) | | | | | | |
| 8. Share Option | | | | | | |
| Scheme adopted by shareholders | | | | | | |
| exercise price: | | | | | | |
| HK\$12.980 | | | | | | |
| (18/05/2017) | | | | | | |
| ordinary shares | 0 | 0 | 0 | 0 | 0 | 0* |
| (Note 1) | | | | | | |
| | | | | Total A. (Ordinary shares) | 0 | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | HK\$0 | | |

* No. of share options as at 31 January 2018: 15,551,145 share options (unvested)

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) | | (/ /) | | | | |

Warrants to Issue Shares of the Issuer which are to be Listed (Continued)

| 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 | |
|--|---------------------------------|--|----------------------------------|---|---|---|-----|
| 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) (Preference shares) (Other class) | | | | | N/A | N/A | 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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. N/A _____ _____ _____ | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | _____ (/ /) | | | | | |
| 2. N/A _____ _____ _____ | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | _____ (/ /) | | | | | |
| 3. N/A _____ _____ _____ | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | _____ (/ /) | | | | | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) (Continued)

| 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 |
|----------------------------|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 4. N/A | | | | | | |
| 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. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> <div style="text-align: right;">shares (Note 1)</div> | | |
| 2. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> <div style="text-align: right;">shares (Note 1)</div> | | |
| 3. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> <div style="text-align: right;">shares (Note 1)</div> | | |
| <div style="text-align: right;">Total D. (Ordinary shares)</div> <div style="text-align: right;">(Preference shares)</div> <div style="text-align: right;">(Other class)</div> | <div style="text-align: center;">N/A</div> <hr/> <div style="text-align: center;">N/A</div> <hr/> <div style="text-align: center;">N/A</div> <hr/> | |

Other Movements in Issued Share Capital

| Type of Issue | | | | | | 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. Rights issue | At price: | State currency | _____ | Class of shares issuable (<i>Note 1</i>) | N/A | _____ | _____ |
| | | | | Issue and allotment date: (dd/mm/yyyy) | (/ /) | _____ | _____ |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ | _____ |
| 2. Open offer | At price: | State currency | _____ | Class of shares issuable (<i>Note 1</i>) | N/A | _____ | _____ |
| | | | | Issue and allotment date: (dd/mm/yyyy) | (/ /) | _____ | _____ |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ /) | _____ | _____ |
| 3. Placing | At price: | State currency | HK\$ 17.13 per share | Class of shares issuable (<i>Note 1</i>) | Ordinary | _____ | _____ |
| | | | | Issue and allotment date: (dd/mm/yyyy) | (30/01/2018) | _____ | _____ |
| | | | | AGM approval date: (dd/mm/yyyy) | (18/05/2017) | 460,000,000 | _____ |

Other Movements in Issued Share Capital (Continued)

| Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued thereto as at close of the month |
|---------------|----------------------|-----------------|--|--|--|
| 4. | Bonus issue | | <p>Class of shares issuable (<i>Note 1</i>) _____ N/A</p> <p>Issue and allotment date: (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /) _____</p> | | |
| 5. | Scrip dividend | At price: _____ | <p>State currency _____</p> <p>Class of shares issuable (<i>Note 1</i>) _____ N/A</p> <p>Issue and allotment date: (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /) _____</p> | | |
| 6. | Repurchase of shares | | <p>Class of shares repurchased (<i>Note 1</i>) _____ N/A</p> <p>Cancellation date: (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (dd/mm/yyyy) (/ /) _____</p> | | |

Other Movements in Issued Share Capital (Continued)

| Type of Issue | | | | 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 |
|---------------------------|--|----------------|-------|--|---|
| 7. Redemption of shares | Class of shares redeemed (<i>Note 1</i>) | | | N/A | |
| | Redemption date: (dd/mm/yyyy) | | | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | | | (/ /) | |
| 8. Consideration issue | At price: | State currency | _____ | Class of shares issuable (<i>Note 1</i>) | N/A |
| | Issue and allotment date: (dd/mm/yyyy) | | | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | | | (/ /) | |
| 9. Capital reorganisation | Class of shares issuable (<i>Note 1</i>) | | | N/A | |
| | Issue and allotment date: (dd/mm/yyyy) | | | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | | | (/ /) | |

Other Movements in Issued Share Capital (Continued)

| Type of Issue | | | | 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 |
|-------------------------------|-----------|----------------|---|--|---|
| 10. Other (Please specify) | At price: | State currency | Class of shares issuable (<i>Note 1</i>) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | N/A (/ /) (/ /) | |
| | | | | Total E. (Ordinary shares) | <u>460,000,000</u> |
| | | | | (Preference shares) | <u>N/A</u> |
| | | | | (Other class) | <u>N/A</u> |

| | | |
|---|-----|--------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>460,000,000</u> |
| | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

