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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)

ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES FACILITY AGREEMENT WITH SPECIFIC PERFORMANCE COVENANTS

This announcement is made by the Company pursuant to Rule 13.18 of the Listing Rules.

On 23 July 2019, the Company, as the borrower, entered into a Facility Agreement with various financial institutions as the Original Lenders in relation to a dual tranche transferrable term loan facilities with a greenshoe option denominated in HK\$ and US\$ in an amount of HK\$4,300 million and US\$626 million, respectively for a term of 48 months from the date of the Facility Agreement, which includes a term imposing a specific performance obligation on the controlling shareholders of the Company.

This announcement is made by Country Garden Holdings Company Limited (the “**Company**” and together with its subsidiaries, collectively the “**Group**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 23 July 2019, the Company, as the borrower, entered into a facility agreement (the “**Facility Agreement**”) with various financial institutions as the original lenders (the “**Original Lenders**”), Bank of China (Hong Kong) Limited as the facility agent (the “**Facility Agent**”), pursuant to which the Original Lenders have agreed to make available a dual tranche transferrable term loan facilities with a greenshoe option denominated in HK\$ and US\$ in an amount of HK\$4,300 million and US\$626 million, respectively (collectively, the “**Loans**”) to the Company for a term of 48 months commencing from the date of the Facility Agreement.

The Loans to be obtained under the Facility Agreement shall be applied by the Company for refinancing any other existing offshore financial indebtedness owed by the Company or any member of the Group and financing costs and expenses to be incurred under the Facility Agreement.

SPECIFIC PERFORMANCE OBLIGATIONS

Pursuant to the terms of the Facility Agreement, among others, the Company has undertaken to make certain prepayment upon the occurrence of any of the following events (each, a “**Prepayment Event**”): (i) Ms. YANG Huiyan and Mr. YEUNG Kwok Keung (the “**Ultimate Family Shareholders**”), in aggregate, are not or cease to be the largest beneficial owner of the entire issued share capital of the Company; (ii) the Ultimate Family Shareholders, in aggregate, do not, or cease to, beneficially own at least 40% of the entire issued share capital of the Company; (iii) the Ultimate Family Shareholders do not, or cease to, have control over the Company (where “control” means the power to decide the management and policies of the Company whether through the ownership of voting capital, by contract or otherwise); and (iv) neither Mr. YEUNG Kwok Keung nor Ms. YANG Huiyan is the chairperson of the board of directors of the Company.

Upon the occurrence of a Prepayment Event, (a) the available facilities under the Loans will be immediately cancelled; and (b) the Company is required to promptly (but in any event within 15 business days) prepay all the Loans, together with payment of interest accrued thereon and all other amounts payable under the Finance Documents (as defined under the Facility Agreement).

The Company will continue to make relevant disclosure under its subsequent interim and annual reports pursuant to Rule 13.21 of the Listing Rules as long as circumstances giving rise to the obligations under Rule 13.18 of the Listing Rules continue to exist.

By order of the board of directors
Country Garden Holdings Company Limited
MO Bin
President and Executive Director

Foshan, Guangdong Province, the PRC, 23 July 2019

As of the date of this announcement, the executive directors of the Company are Mr. YEUNG Kwok Keung (Chairman), Ms. YANG Huiyan (Co-Chairman), Mr. MO Bin (President), Ms. YANG Ziyang, Mr. YANG Zhicheng, Mr. SONG Jun, Mr. LIANG Guokun and Mr. SU Baiyuan. The non-executive director of the Company is Mr. CHEN Chong. The independent non-executive directors of the Company are Mr. LAI Ming, Joseph, Mr. SHEK Lai Him, Abraham, Mr. TONG Wui Tung, Mr. HUANG Hongyan and Mr. TO Yau Kwok.