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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)

HK\$15,600,000,000 ZERO COUPON
SECURED GUARANTEED CONVERTIBLE BONDS
DUE 2019 ISSUED BY SMART INSIGHT INTERNATIONAL LIMITED

ADJUSTMENT TO CONVERSION PRICE OF THE BONDS

The Company announces that the Conversion Price of the Bonds will be further adjusted from HK\$18.65 per Share to HK\$18.29 per Share with effect from 19 September 2018 as a result of the payment of an interim dividend by the Company for the six months ended 30 June 2018.

Reference is made to the announcement of Country Garden Holdings Company Limited (the “**Company**”) dated 17 January 2018 in relation to the Bonds issued by Smart Insight International Limited, a wholly-owned subsidiary of the Company, and the announcements of the Company dated 29 May 2018 and 25 June 2018 in relation to the adjustment to the conversion price of the Bonds (the “**Announcements**”). The Bonds are listed on SGX. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

Notice is hereby given that, based on the adjustment provisions stipulated under the terms and conditions of the Bonds, an adjustment will be made to the Conversion Price as a result of the payment of an interim dividend by the Company in the amount of RMB18.52 cents per Share for the six months ended 30 June 2018.

The Conversion Price of the Bonds, currently at HK\$18.65 per Share (the “**Existing Conversion Price**”), will be further adjusted to HK\$18.29 per Share (the “**Adjusted Conversion Price**”) with effect from 19 September 2018, subject to the actual payment of the cash dividend which is expected to be on or around 23 November 2018.

Based on the total outstanding principal amount of the Bonds of HK\$15,600,000,000 at the date of this announcement, the maximum number of Shares that will be issued upon conversion of all the outstanding Bonds at the Existing Conversion Price and the Adjusted Conversion Price are 836,461,126 Shares and 852,925,095 Shares, respectively.

Any holder of the Bonds who is in doubt as to the action to be taken should consult his/her/its stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

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

Foshan, Guangdong Province, the PRC, 18 September 2018

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), Ms. YANG Ziying, 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. YEUNG Kwok On.