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**碧桂园服务**  
COUNTRY GARDEN SERVICES



**JUSTBON**  
蓝光嘉宝服务

COUNTRY GARDEN SERVICES HOLDINGS COMPANY LIMITED

碧桂园服务控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 6098)

SICHUAN LANGUANG JUSTBON SERVICES GROUP CO., LTD.

四川蓝光嘉宝服务集团股份有限公司

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

(Stock Code: 2606)

## Joint announcement

**(1) Irrevocable undertaking executed by a Domestic Shareholder;**

**(2) Unconditional mandatory cash offer by**

**J.P. Morgan Securities (Asia Pacific) Limited**

**for and on behalf of Country Garden Property Services HK Holdings Company Limited  
for all the issued H Shares in Sichuan Languang Justbon Services Group Co., Ltd.**

**(other than those already owned by or agreed to be acquired by**

**Country Garden Property Services HK Holdings Company Limited and parties acting in  
concert with it at the time when the H Share Offer is made);**

**(3) Unconditional mandatory cash offer by**

**Country Garden Property Services HK Holdings Company Limited**

**for all the issued Domestic Shares in Sichuan Languang Justbon Services Group Co., Ltd.**

**(other than those already owned by or agreed to be acquired by**

**Country Garden Property Services HK Holdings Company Limited and  
parties acting in concert with it at the time when the Domestic Share Offer is made); and**

**(4) Proposed voluntary withdrawal of listing of the H Shares of  
Sichuan Languang Justbon Services Group Co., Ltd.**

**Financial adviser to  
Country Garden Property Services HK  
Holdings Company Limited**

**J.P.Morgan**

**Independent financial adviser to the independent board committee**

 **Gram Capital Limited**  
嘉林資本有限公司

References are made to the announcements dated 22 March 2021, 12 April 2021, 13 April 2021, 15 April 2021, 16 April 2021 and 19 April 2021 jointly issued by Country Garden Services Holdings Company Limited and Sichuan Languang Justbon Services Group Co., Ltd. (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

As at the date of this announcement, Yuekai Securities Co., Ltd. (粵開證券股份有限公司) (“**Yuekai Securities**”) is a Domestic Shareholder holding a total of 366,800 Domestic Shares (representing approximately 32.76% of the total issued Domestic Shares and approximately 0.21% of the total issued Shares).

On 30 April 2021, an irrevocable undertaking was entered into by Yuekai Securities in favour of the Offeror (the “**Irrevocable Undertaking (Domestic Shareholder)**”), pursuant to which Yuekai Securities undertook that:

- a) it will tender its 366,800 Domestic Shares (representing approximately 32.76% of the total issued Domestic Shares and approximately 0.21% of the total issued Shares) for acceptance during the Offer Period after obtaining the relevant approvals from the State-owned Assets Supervision and Administration Agency;
- b) it will not make any offer, dispose of, transfer, pledge or create any lien, encumbrances or security interests over its Domestic Shares held;
- c) it will not enter into any agreement or arrangement to transfer or deal in all or part of its Domestic Shares and/or any of the economic benefits in connection with it; and
- d) it will not deal in the relevant securities in Languang Justbon during the Offer Period (including but not limited to the purchase or subscription of any such securities issued by Languang Justbon).

Pursuant to the Irrevocable Undertaking (Domestic Shareholder), Yuekai Securities has agreed that the settlement of consideration under the Domestic Share Offer shall be made by the Offeror within 15 business days after the date on which Yuekai Securities notifies the Offeror in writing of its settlement bank account details for the purposes of accepting the Domestic Share Offer.

The Irrevocable Undertaking (Domestic Shareholder) will lapse and terminate on the close of the Offers.

**WARNING: CGS Shareholders, Languang Shareholders and potential investors of CGS and Languang Justbon are advised to exercise caution when dealing in the securities of CGS and Languang Justbon.**

By order of the board  
**Country Garden Services  
Holdings Company Limited**  
**LI Changjiang**  
*Executive Director*

By order of the board  
**Sichuan Languang Justbon  
Services Group Co., Ltd.**  
**Yao Min**  
*Chairman and Executive Director*

Hong Kong, 30 April 2021

*As at the date of this announcement, the executive directors of CGS are Mr. LI Changjiang, Mr. XIAO Hua and Mr. GUO Zhanjun. The non-executive directors of CGS are Ms. YANG Huiyan (Chairman), Mr. YANG Zhicheng and Ms. WU Bijun. The independent non-executive directors of CGS are Mr. MEI Wenjue, Mr. RUI Meng and Mr. CHEN Weiru.*

*As at the date of this announcement, the Offeror Directors are Ms. YANG Huiyan, Mr. LI Changjiang and Mr. YANG Zhicheng.*

*As at the date of this announcement, the Languang Board comprises Mr. Yao Min, Mr. Sun Zhefeng and Mr. Liu Xia as executive directors, Mr. Chi Feng, Mr. Yang Wuzheng and Ms. Chang Heng as non-executive directors, and Mr. Li Shujian, Mr. Chan Shing Yee, Joseph and Mr. Zhang Shouwen as independent non-executive directors.*

*The CGS Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to Languang Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, the opinions expressed in this announcement (other than those expressed by Languang Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*The Offeror Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that in relation to Languang Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, the opinions expressed in this announcement (other than those expressed by Languang Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*The Languang Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement in relation to the Languang Group and confirm, having made all reasonable enquiries, that to the best of their knowledge, the opinions expressed by them in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*