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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)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS, CHANGE OF COMPOSITION OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE AND CHANGE OF NOMINATION COMMITTEE AND ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE MEMBERS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Country Garden Holdings Company Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) hereby announces the changes of Directors as follows:

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. LAI Ming, Joseph (“**Mr. LAI**”), Mr. SHEK Lai Him, Abraham (“**Mr. SHEK**”) and Mr. TONG Wui Tung (“**Mr. TONG**”), independent non-executive Directors of the Company, have tendered resignation from their positions as independent non-executive Directors of the Company due to their intention to devote more time to their other commitments, all with effect from 15 March 2024.

Mr. LAI, Mr. SHEK and Mr. TONG have confirmed that they have no disagreement with the Board and there are no other matters in relation to their resignations that need to be brought to the attention of the holders of securities of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. LAI, Mr. SHEK and Mr. TONG for their invaluable contributions to the Company during their tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Dr. HAN Qinchun (“**Dr. HAN**”), Mr. WANG Zhijian (“**Mr. WANG**”) and Mr. TUO Tuo (“**Mr. TUO**”) have been appointed as independent non-executive Directors of the Company, with effect from 15 March 2024.

Dr. HAN, aged 65, obtained a doctorate degree in philosophy in urban economics and management from The University of Hong Kong in 1998 and a bachelor’s degree in planning from Xi’an University of Architecture and Technology in 1982. Dr. HAN has rich experience in the PRC property sector, financial investment, equity capital market and listed companies’ management. From 2000 to 2006, Dr. HAN worked in securities and investment in Bank of China International Holdings Limited, Agricultural Bank of China Securities Limited (now known as Agricultural Bank of China International Holdings Limited) and Everbright Securities Company (Hong Kong) Limited. From 2006 to 2010, Dr. HAN served as the vice-chairman and co-president and executive director of Hong Long Holdings Limited (now known as LET Group Holdings Limited), a company listed on the Main Board of the Stock Exchange (stock code: 1383). Over the past three years, Dr. HAN served as an independent non-executive director of Lingbao Gold Group Company Ltd., a company listed on the Main Board of the Stock Exchange (stock code: 3330), for nine years and is currently an independent non-executive director of companies listed on the Main Board of the Stock Exchange, namely Xinda Investment Holdings Limited (stock code: 1281), Guangdong — Hong Kong Greater Bay Area Holdings Limited (stock code: 1396) and Sunfonda Group Holdings Limited (stock code: 1771). Dr. HAN is also the founder and chairman of Hong Kong Private Markets Limited, a fintech company in Hong Kong, since 2014.

Dr. HAN has entered into an appointment letter with the Company for a term of two years commencing on 15 March 2024 (or until termination in accordance with the terms of the appointment letter) and is subject to retirement from office and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company. Pursuant to the appointment letter, Dr. HAN will receive a director’s fee of RMB240,000 per annum, which is determined with reference to his duties and responsibilities with the Company, the Company’s remuneration policy and the prevailing market conditions.

As at the date of this announcement, Dr. HAN has confirmed that (i) he meets the independence guidelines as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) as at the date of this announcement, there are no other factors that may affect his independence; and (iii) he does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is he related to any core connected persons (as defined in the Listing Rules) of the Company. Having considered all of the above, the Board considers Dr. HAN to be independent.

As at the date of this announcement, Dr. HAN does not have any relationship with any Director, member of senior management, or substantial or controlling shareholder of the Company, nor any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as at the date of this announcement, Dr. HAN has not held any directorships in listed public companies in the last three years or any other positions with the Company or other members of the Group, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules nor any other matters relating to the appointment of Dr. HAN that need to be brought to the attention of the holders of securities of the Company.

Mr. WANG, aged 45, obtained a bachelor's degree and a master's degree in business administration from Sun Yat-sen University in 2001 and 2015 respectively. He is a certified public accountant in the PRC, a certified public accountant in Australia and an intermediate economist, and has obtained a Fund Practitioner Qualification Certificate. From 2019 to 2021, Mr. WANG served as the person in charge of Guangzhou office and director of client development of Resources Global Professionals (Beijing) Co., Ltd.. Mr. WANG is currently the financial controller of Corestone (Guangzhou) Investment Development Co., Ltd..

Mr. WANG has entered into an appointment letter with the Company for a term of two years commencing on 15 March 2024 (or until termination in accordance with the terms of the appointment letter) and is subject to retirement from office and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company. Pursuant to the appointment letter, Mr. WANG will receive a director's fee of RMB240,000 per annum, which is determined with reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions.

As at the date of this announcement, Mr. WANG has confirmed that (i) he meets the independence guidelines as set out in Rule 3.13 of the Listing Rules; (ii) as at the date of this announcement, there are no other factors that may affect his independence; and (iii) he does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is he related to any core connected persons (as defined in the Listing Rules) of the Company. Having considered all of the above, the Board considers Mr. WANG to be independent.

As at the date of this announcement, Mr. WANG does not have any relationship with any Director, member of senior management, or substantial or controlling shareholder of the Company, nor any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as at the date of this announcement, Mr. WANG has not held any directorships in listed public companies in the last three years or any other positions with the Company or other members of the Group, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules nor any other matters relating to the appointment of Mr. WANG that need to be brought to the attention of the holders of securities of the Company.

Mr. TUO, aged 44, obtained a bachelor's degree in law from Peking University in 2001, a master's degree in banking and finance laws from the University of London in the United Kingdom in 2003 and a master's degree in law from the University of Pennsylvania in the United States in 2009. From 2004 to 2008, Mr. TUO served as a lawyer at the Beijing representative office of Baker McKenzie. From 2011 to 2021, Mr. TUO served as a senior partner/lawyer of Beijing Dacheng Law Offices, LLP. Mr. TUO is currently a director, a partner, a senior vice president, the general counsel of the Baoyun Group and the general manager of Guizhou Baoyun, and the president of Baoyun Vineyard.

Mr. TUO has entered into an appointment letter with the Company for a term of two years commencing on 15 March 2024 (or until termination in accordance with the terms of the appointment letter) and is subject to retirement from office and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company. Pursuant to the appointment letter, Mr. TUO will receive a director's fee of RMB240,000 per annum, which is determined with reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions.

As at the date of this announcement, Mr. TUO has confirmed that (i) he meets the independence guidelines as set out in Rule 3.13 of the Listing Rules; (ii) as at the date of this announcement, there are no other factors that may affect his independence; and (iii) he does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is he related to any core connected persons (as defined in the Listing Rules) of the Company. Having considered all of the above, the Board considers Mr. TUO to be independent.

As at the date of this announcement, Mr. TUO does not have any relationship with any Director, member of senior management, or substantial or controlling shareholder of the Company, nor any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as at the date of this announcement, Mr. TUO has not held any directorships in listed public companies in the last three years or any other positions with the Company or other members of the Group, and there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules nor any other matters relating to the appointment of Mr. TUO that need to be brought to the attention of the holders of securities of the Company.

The Board wishes to express its warmest welcome to Dr. HAN, Mr. WANG and Mr. TUO on their appointment.

CHANGE OF COMPOSITION OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE AND CHANGE OF NOMINATION COMMITTEE AND ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE MEMBERS

Change of Composition of Audit Committee

The Board announces that Mr. LAI has resigned as the chairman of the audit committee of the Company, and Mr. SHEK and Mr. TONG have resigned as members of the audit committee of the Company, all with effect from 15 March 2024.

The Board also announces that Mr. WANG has been appointed as the chairman of the audit committee of the Company, and Dr. HAN and Mr. TUO have been appointed as members of the audit committee of the Company, all with effect from 15 March 2024.

Change of Composition of Remuneration Committee

The Board announces that Mr. TONG has resigned as the chairman of the remuneration committee of the Company, and Mr. LAI and Mr. SHEK have resigned as members of the remuneration committee of the Company, all with effect from 15 March 2024.

The Board also announces that Mr. TUO has been appointed as the chairman of the remuneration committee of the Company, and Dr. HAN and Mr. WANG have been appointed as members of the remuneration committee of the Company, all with effect from 15 March 2024.

Change of Nomination Committee Members

The Board announces that Mr. LAI and Mr. TONG have resigned as members of the nomination committee of the Company, both with effect from 15 March 2024.

The Board also announces that Mr. WANG and Mr. TUO have been appointed as members of the nomination committee of the Company, both with effect from 15 March 2024.

Change of Environmental, Social and Governance Committee Members

The Board announces that Mr. LAI, Mr. SHEK and Mr. TONG have resigned as members of the environmental, social and governance committee of the Company, all with effect from 15 March 2024.

The Board also announces that Dr. HAN, Mr. WANG and Mr. TUO have been appointed as members of the environmental, social and governance committee of the Company, all with effect from 15 March 2024.

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

Foshan, Guangdong Province, the PRC, 15 March 2024

As of the date of this announcement, the executive directors of the Company are Ms. YANG Huiyan (Chairman), Mr. MO Bin (President), Ms. YANG Ziyang, Dr. CHENG Guangyu, Ms. WU Bijun and Mr. SU Baiyuan. The non-executive director of the Company is Mr. CHEN Chong. The independent non-executive directors of the Company are Dr. HAN Qinchun, Mr. WANG Zhijian, Mr. TUO Tuo and Mr. TO Yau Kwok.