HKEX
香港交易所

Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 October 2026

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Country Garden Holdings Company Limited (Incorporated in the Cayman Islands with limited liability) (the "Company")

Date Submitted: 03 November 2026

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	02007	Description	Ordinary shares			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	100,000,000,000	HKD	0.1	HKD	10,000,000,000
Increase / decrease (-)	0			HKD	0
Balance at close of the month	100,000,000,000	HKD	0.1	HKD	10,000,000,000

Total authorised/registered share capital at the end of the month: HKD 10,000,000,000

II. Movements in Issued Shares and/or Treasury Shares and Public Float Sufficiency Confirmation

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	02007	Description	Ordinary shares			

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	46,773,506,909	0	46,773,506,909
Increase / decrease (-)	79,486,527	0	
Balance at close of the month	46,852,993,436	0	46,852,993,436

Public float sufficiency confirmation (Note 4)

Pursuant to Main Board Rule 13.32D(1) or 19A.28D(1) / GEM Rule 17.37D(1) or 25.21D(1), we hereby confirm that, in relation to the class of shares as set out above, as at the close of the month:

- [x] the applicable public float requirement (see below) has been complied with
- [ ] the applicable public float requirement (see below) has not been complied with

The applicable minimum public float requirement for the class of shares as set out above pursuant to Main Board Rule 13.32B or 19A.28B / GEM Rule 17.37B or 25.21B (as the case may be) is:

Applicable public float threshold	Initial Prescribed Threshold - the minimum percentage of public float prescribed at the time of listing (please specify the percentage in "Minimum prescribed public float at the time of listing" below)
Minimum prescribed public float at the time of listing	Percentage: 16.87% of the total number of issued shares in the class to which the listed shares belong (excluding treasury shares)
Additional information	The Group has applied to the Stock Exchange to request the Stock Exchange to exercise, and the Stock Exchange exercised its discretion under rule 8.08(1)(d) of the Listing Rules to accept a lower public float percentage of the Company of 15% (assuming the over-allotment option would not be exercised) or such higher percentage of 16.87%, which represented the issued share capital as would have been held by the public in the event that the whole or a part of the over-allotment option had been exercised (the over-allotment option was exercised by the Company, which had an expected market capitalization at the time of listing of over HKD10,000 million)

III. Details of Movements in Issued Shares and/or Treasury Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	02007	Description	Ordinary shares			

Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month
1). Share Option Scheme (exercise price: HKD8.250)	2,709,123			2,709,123	0	0	2,709,123	
General Meeting approval date (if applicable) 18 May 2017								
2). Share Option Scheme (exercise price: HKD10.100)	978,409			978,409	0	0	978,409	
General Meeting approval date (if applicable) 18 May 2017								
3). Share Option Scheme (exercise price: HKD12.980)	659,817			659,817	0	0	659,817	
General Meeting approval date (if applicable) 18 May 2017								
4). Share Option Scheme (exercise price: HKD16.460)	948,535			948,535	0	0	948,535	
General Meeting approval date (if applicable) 18 May 2017								
5). Share Option Scheme (exercise price: HKD16.280)	258,092			258,092	0	0	258,092	
General Meeting approval date (if applicable) 18 May 2017								

6).	Share Option Scheme (exercise price: HKD12.240)	202,300			202,300	0	0	202,300	
General Meeting approval date (if applicable)	18 May 2017								
7).	Share Option Scheme (exercise price: HKD9.654)	619,907			619,907	0	0	619,907	
General Meeting approval date (if applicable)	18 May 2017								
8).	Share Option Scheme (exercise price: HKD12.0440)	414,881			414,881	0	0	414,881	
General Meeting approval date (if applicable)	18 May 2017								
9).	Share Option Scheme (exercise price: HKD12.4080)	750,160			750,160	0	0	750,160	
General Meeting approval date (if applicable)	18 May 2017								
10).	Share Option Scheme (exercise price: HKD9.834)	1,039,436			1,039,436	0	0	1,039,436	
General Meeting approval date (if applicable)	18 May 2017								
11).	Share Option Scheme (exercise price: HKD11.0920)	639,140			639,140	0	0	639,140	
General Meeting approval date (if applicable)	18 May 2017								
12).	Share Option Scheme (exercise price: HKD10.0400)	523,467			523,467	0	0	523,467	
General Meeting approval date (if applicable)	18 May 2017								
13).	Share Option Scheme (exercise price: HKD10.1600)	480,615			480,615	0	0	480,615	
General Meeting approval date (if applicable)	18 May 2017								

14).	Share Option Scheme (exercise price: HKD10.3320)	379,388			379,388	0	0	379,388	
General Meeting approval date (if applicable)	18 May 2017								
15).	Share Option Scheme (exercise price: HKD9.7300)	1,545,510			1,545,510	0	0	1,545,510	0
General Meeting approval date (if applicable)	18 May 2017								

Increase in issued shares (excluding treasury shares): 0 Ordinary shares (AA1)

Decrease in treasury shares: 0 Ordinary shares (AA2)

Total funds raised during the month from exercise of options: HKD 0

(B). Warrants to Issue Shares of the Issuer

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	02007	Description	Ordinary shares			

	Description of Warrants	Currency	Nominal value at close of preceding month	Movement during the month		Nominal value at close of the month	Number of new shares issued during the month pursuant thereto (B1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (B2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	Warrants issued under the SCA Warrants Instrument to the original lenders of the SCA Loan ("SCA Warrant")	USD	58,152,294			58,152,294	0	0	755,979,822

Stock code of the Warrant (if listed on the Exchange) (Note 1)	
Subscription price	HKD 0.6
Date of expiry	30 December 2027
General Meeting approval date (if applicable)	03 December 2025

Increase in issued shares (excluding treasury shares):	0	Ordinary shares (BB1)
Decrease in treasury shares:	0	Ordinary shares (BB2)

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	02007	Description	Ordinary shares			

	Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	The zero coupon mandatory convertible bonds with a maturity of 78 months from 30 June 2025 ("MCB (A)")	USD	3,572,570,876	Converted	-26,258,550	3,546,312,326	78,775,650	0	10,638,936,978

Type of the Convertibles	Bond/Notes
Stock code of the Convertibles (if listed on the Exchange) (Note 1)	
Subscription/Conversion price	HKD 2.6
General Meeting approval date (if applicable)	03 December 2025

	Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
2).	The zero coupon mandatory convertible bonds with a maturity date of 114 months from 30 June 2025 ("MCB (B)")	USD	420,962,510	Converted	-911,385	420,051,125	710,877	0	327,639,928

Type of the Convertibles	Bond/Notes
Stock code of the Convertibles (if listed on the Exchange) (Note 1)	
Subscription/Conversion price	HKD 10
General Meeting approval date (if applicable)	03 December 2025

Increase in issued shares (excluding treasury shares):	79,486,527	Ordinary shares (CC1)
Decrease in treasury shares:	0	Ordinary shares (CC2)

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	02007	Description	Ordinary shares			

	Description of other agreements or arrangements	General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	The management incentive plan adopted by the Company at the extraordinary general meeting of the Company held on 3 December 2025.	03 December 2025	0	0	2,798,850,794
2).	The Capitalisation Shares to be issued pursuant to Shareholder Loans Equitisation Agreement entered into between the Company and Concrete Win Limited ("Concrete Win").	03 December 2025	0	0	9,417,421,323

Increase in issued shares (excluding treasury shares): 0 Ordinary shares (DD1)

Decrease in treasury shares: 0 Ordinary shares (DD2)

Remarks:

On 13 November 2025 (after trading hours), the Company and Concrete Win entered into the Shareholder Loans Equitisation Agreement. Subject to the occurrence of the Restructuring Effective Date, approximately US$1.098 billion in principal amount of the Shareholder Loans (together with all accrued and unpaid interest in respect of all Shareholder Loans up to (and including) 30 September 2024) shall be set-off and settled with immediate effect upon the Restructuring Effective Date, and the Company will issue the corresponding Capitalisation Shares at the issue price of HK$0.60 per Capitalisation Share to Concrete Win from time to time upon written request by Concrete Win. The final number of Capitalisation Shares is subject to the completion of the Proposed Disposal. As disclosed in the Company's circular dated 17 November 2025 (the "Circular"), up to 15,519,049,697 new Shares shall be issued if the Proposed Disposal fails to complete within six (6) calendar months from the Restructuring Effective Date, or up to 14,869,049,697 new Shares shall be issued if the Proposed Disposal completes within six (6) calendar months from the Restructuring Effective Date. During the month, no Capitalisation Shares were issued by the Company. Unless otherwise defined, capitalized terms in this monthly return shall have the same meanings as ascribed to them in the Circular.

(E). Other Movements in Issued Shares and/or Treasury Shares Not applicable

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	79,486,527	Ordinary shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares

IV. Information about Hong Kong Depositary Receipt (HDR)

Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:
(Note 5)

(i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares has been received by it;

(ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;

(iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

(iv) all the securities of each class are in all respects identical (Note 6);

(v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with all other legal requirements;

(vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue, sale or transfer;

(vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and

(viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: WU Bijun

Title: Director

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.

2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".

   In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".

3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.

4. "Initial Prescribed Threshold", "Alternative Threshold" and "market value" have the meanings ascribed thereto under Main Board Rule 13.32A or 19A.28A / GEM Rule 17.37A or 25.21A. See also Main Board Rule 13.32D(4) or 19A.28D(4) / GEM Rule 17.37D(4) or 25.21D(4) on the basis of the public float disclosure.

5. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.

6. "Identical" means in this context:

   - the securities are of the same nominal value with the same amount called up or paid up;
   - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
   - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.