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GOLDEN WHEEL TIANDI HOLDINGS COMPANY LIMITED

金輪天地控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1232)

UPDATE ON THE DEBT RESTRUCTURING RESULTS OF SCHEME MEETING

This announcement is made by Golden Wheel Tiandi Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (1) the announcements of the Company dated 21 December 2021, 31 December 2021, 10 March 2022, 14 March 2022 and 13 April 2022 relating to the 10.0% senior notes due 2025 issued by the Company and the announcement of the Company dated 9 November 2022 relating to the default of interest payment; (2) the announcement of the Company dated 29 March 2023 concerning, among others, the debt restructuring of the Existing Notes; (3) the announcement of the Company dated 21 November 2024 concerning, among others, the entry into the RSA; (4) the announcements of the Company dated 17 December 2024, 20 December 2024, 24 January 2025, 12 March 2025 and 12 May 2025 on the update to the Proposed Restructuring (together, the “**Announcements**”); and (5) the circular of the Company dated 31 March 2025. Unless otherwise defined, capitalised terms used in this announcement have the same meanings defined in the Announcements.

RESULTS OF SCHEME MEETING

The Company is pleased to announce that pursuant to the order made by the Court on 12 March 2025 for convening the Scheme Meeting, the Scheme Meeting was duly convened and held on Tuesday, 3 June 2025 at 11:00 a.m. (Hong Kong time) at the offices of Sidley Austin at 39/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong.

A total of 155 Scheme Creditors holding Voting Scheme Claims (as defined in the Explanatory Statement) in the aggregate principal amount together with accrued and unpaid interest of US\$640,775,064.29 (representing approximately 96.82% of the total value of the Voting Scheme Claims) attended and voted, in person (including by authorised representative if a corporation) or by proxy, at the Scheme Meeting. During the Scheme Meeting, a total of 152 Scheme Creditors holding Voting Scheme Claims in the aggregate principal amount together with accrued and unpaid interest of US\$630,085,368.21 (representing approximately 98.33% of the total value of the Voting Scheme Claims voting at the meeting) voted in favour of the Scheme. Therefore, the Scheme was approved by the requisite majority of the Scheme Creditors.

The Company will now proceed to seek the approval and sanction of the Court in respect of the Scheme. The hearing of the petition seeking sanction of the Scheme is presently scheduled to take place at 10:00 a.m. (Hong Kong Time) on 24 June 2025 at the Court.

Further announcement(s) of any material development will be made by the Company as and when appropriate.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company. When in doubt, the shareholders and other investors of the Company are advised to seek professional advice from their own professional or financial advisors.

By Order of the Board
Golden Wheel Tiandi Holdings Company Limited
Wong Yam Yin
Chairman

Hong Kong, 3 June 2025

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Wong Yam Yin, Mr. Wong Kam Fai, Mr. Wong Kam Keung, Barry and Mr. Tjie Tjin Fung as Executive Directors; Mr. Suwita Janata and Mr. Gunawan Kiky as Non-Executive Directors; Mr. Li Sze Keung, Mr. Chan Chi Wai and Ms. Wong Lai Ling as Independent Non-Executive Directors.