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THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST”) ASSUMES NO RESPONSIBILITY FOR THE CONTENTS OF THIS ANNOUNCEMENT, AND MAKES NO REPRESENTATION AS TO THE CORRECTNESS OF ANY OF THE STATEMENTS OR OPINIONS MADE OR CONTAINED IN THIS ANNOUNCEMENT.

Mega Wisdom Global Limited (巨智環球有限公司)

(incorporated with limited liability under the laws of the British Virgin Islands)

(the “Issuer”)

6.00 per cent. Guaranteed Notes due 2022 (ISIN: XS2385820597)

(the “Notes”)

guaranteed by

Fortune Joy Ventures Limited (瑞喜創投有限公司)

(incorporated with limited liability under the laws of the British Virgin Islands)

(“Fortune Joy”)

and

Sino-Ocean Capital Holding Limited (遠洋資本控股有限公司)

(incorporated with limited liability under the laws of Hong Kong)

(“Sino-Ocean Capital”, and together with Fortune Joy, the “Guarantors” and each a “Guarantor”)

with the benefit of a keepwell deed issued by

Sino-Ocean Group Holding Limited (遠洋集團控股有限公司)

(incorporated with limited liability under the laws of Hong Kong)

(the “Company”)

RESULTS OF THE WRITTEN RESOLUTION, THE SATISFACTORY OF THE ELIGIBILITY CONDITION, THE PAYMENT DATE AND THE AMENDMENT EFFECTIVE DATE

Reference is made to the consent solicitation memorandum dated 12 October 2022 (the “**Consent Solicitation Memorandum**”) relating to the Consent Solicitation and the notice of written resolution dated 12 October 2022 (the “**Notice of Written Resolution**”), the notice in relation to the extension of the Expiration Deadline dated 17 October 2022 (the “**Extension Notice**”) and the notice in relation to the keepwell undertaking dated 19 October 2022 (the “**Keepwell Notice**”, and together with the Notice of Written Resolution and the Extension Notice, the “**Notices**”).

Capitalised terms used but not defined herein shall have the meanings given to them in the Consent Solicitation Memorandum and the Notices.

The Issuer is pleased to announce that, as at the Expiration Deadline, the Electronic Instructions in favour of the Written Resolution that have been validly delivered to, and received by, the Information and Tabulation Agent (and not revoked) from the Eligible Noteholders represented 75 per cent. or more of the aggregate principal amount of the Notes for the time being outstanding. The Issuer hereby announces that the Written Resolution has been passed and the Eligibility Condition has been satisfied.

The Written Resolution is expected to be signed on 24 October 2022 by the Information and Tabulation Agent on behalf of the Noteholders. The Accrued Interest will be paid on 25 October 2022 and the Amendment Documentation and the Security Documentation will be executed on the same date following the payment of the Accrued Interest. Accordingly, the settlement of the Relevant Notes will occur on the same date and pursuant to the Consent Solicitation Memorandum, the Noteholders of record at the close of business of the relevant Clearing System on the Relevant Notes Settlement Record Date (being 24 October 2022) will be eligible to receive the Relevant Notes.

Approval in-principle has been received from the SGX-ST for the listing of and quotation for the Relevant Notes on the Official List of the SGX-ST. The expected listing date of the Relevant Notes will be on or around 26 October 2022.

FURTHER DETAILS

The terms of the Consent Solicitation are more fully described in the Consent Solicitation Memorandum. For additional information regarding the conditions of the Consent Solicitation, please refer to the Consent Solicitation Memorandum.

The Issuer has appointed Haitong International Securities Company Limited as the Solicitation Agent and Morrow Sodali Limited as Information and Tabulation Agent for the Consent Solicitation.

Any questions or requests for assistance concerning the Consent Solicitation may be directed to the Solicitation Agent at:

Haitong International Securities Company Limited

28/F, One International Finance Centre
No. 1 Harbour View Street
Central
Hong Kong
Fax: +852 2973 6741
Attention: DCM –Project Harbor II
Email: project.harbor.ii@htisec.com

Copies of the Consent Solicitation Memorandum and its related documents may be found on the Consent Website or may be requested from the Information and Tabulation Agent and any questions or requests for assistance in connection with the delivery of an instruction may be directed to the Information and Tabulation Agent at:

Morrow Sodali Limited

In London:

103 Wigmore Street
W1U 1QS
London, United Kingdom
Telephone: +44 20 4513 6933

In Hong Kong:

The Hive, 33-35 Hillier Street
Sheung Wan
Hong Kong
Telephone: +852 2319 4130

Email: sinoceancapital@investor.morrowsodali.com

Consent Website: <https://projects.morrowsodali.com/sinoceancapital>

GENERAL

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required by the Issuer, the Guarantors, the Company, the Charger, the

Charged Company, the Solicitation Agent, the Information and Tabulation Agent and the Trustee to inform themselves about and to observe any such restrictions.

This announcement does not constitute an offer to buy or a solicitation of an offer to sell Notes in any jurisdiction in which such offer or solicitation is unlawful. In any jurisdiction where the securities, blue sky or other laws require the Consent Solicitation to be made by a licensed broker or dealer, and any of the Solicitation Agent or any of its respective affiliates is such a licensed broker or dealer in such jurisdiction, the Consent Solicitation shall be deemed to be made on behalf of the Issuer in such jurisdiction by the Solicitation Agent or the relevant affiliate (where it is so licensed).

By Order of the Board
MEGA WISDOM GLOBAL LIMITED
(巨智環球有限公司)
Tang Runjiang
Director

21 October 2022