

NOTICE OF SCHEME MEETING

IN THE EASTERN CARIBBEAN SUPREME COURT
IN THE HIGH COURT OF JUSTICE
VIRGIN ISLANDS
COMMERCIAL DIVISION
CLAIM NO.: BVIHC (COM) 0120 OF 2021

IN THE MATTER OF KNIGHT CASTLE INVESTMENTS LIMITED
AND IN THE MATTER OF SECTION 179A OF THE BVI BUSINESS COMPANIES
ACT, 2004
AND IN THE MATTER OF A SCHEME OF ARRANGEMENT

KNIGHT CASTLE INVESTMENTS LIMITED

Claimant

Terms used in this Notice have the same meaning as in the explanatory statement dated 23 July 2021 (the "**Explanatory Statement**") relating to the proposed scheme of arrangement under Section 179A of the BVI Business Companies Act 2004 between Knight Castle Investments Limited (爵堡投资有限公司) (the "**Company**") and the Scheme Creditors (the "**Scheme**").

NOTICE IS HEREBY GIVEN that, by an order dated 20 July 2021 (the "**Convening Order**"), the High Court of Justice of the Eastern Caribbean Supreme Court of the Virgin Islands (the "**BVI Court**") has directed that a meeting of Scheme Creditors (the "**Scheme Meeting**") of the Company be convened for the purpose of considering and, if thought fit, approving (with or without modification) the Scheme.

The Scheme Meeting will be held at the offices of Harney Westwood & Riegels, LP at Craigmuir Chambers, PO Box 71, Road Town, Tortola, VG1110, British Virgin Islands (the "**Harneys BVI Office**") at **8 a.m. BVI time on 12 August 2021**, the equivalent being **8 p.m. Hong Kong time on 12 August 2021** with a live video conference linked to the offices of Harney Westwood & Riegels at RM 3501, The Center, 99 Queen's Road Central, Hong Kong (the "**Harneys HK Office**").

Scheme Creditors will be able to attend the Scheme Meeting in person or by proxy in the Harneys BVI Office. Scheme Creditors will also be able to join by video conference (i) at the

Harneys HK Office, or (ii) by Zoom using dial-in details which may be obtained on request from the Information Agent.

Scheme Creditors may also dial in by telephone in listening mode by using dial-in details which may be obtained on request from the Information Agent (but it will not be possible to vote at the Scheme Meeting by telephone).

Scheme Creditors may vote in person (or, if a corporation, appoint a duly authorised representative) or by proxy to vote in their place.

By the Convening Order, the BVI Court has directed that Citicorp International Limited, in its capacity as the trustee under the indenture of the Notes, and Citivic Nominees Limited, in its capacity as the common depositary and as registered holder of the Notes shall not vote in respect of the Notes at the Scheme Meeting.

Each Scheme Creditor (or, if a corporation, its duly authorised representative) or proxy will be required to register its attendance at the Scheme Meeting prior to the commencement of the Scheme Meeting. Registration in respect of the Scheme Meeting will commence no later than one hour before the scheduled start time of 8:00 a.m. BVI time, the equivalent being 8:00 p.m. Hong Kong time, on the date of the Scheme Meeting and each Scheme Creditor (or, if a corporation, its duly authorised representative) or proxy must be registered prior to the commencement of the meeting.

Any Scheme Creditor who would like to attend the Scheme Meeting in person in the Harneys BVI Office or join the video conference in person at the Harneys HK Office shall contact Harneys Westwood & Riegels at the contact details below as soon as possible and in any event no later than one business day before the Scheme Meeting in order for the Harneys BVI Office and Harneys HK Office to make the necessary arrangements to comply with any COVID-19 restrictions on physical gatherings.

In order to vote on the Scheme and attend the Scheme Meeting in person (or, if a corporation, by a duly authorised representative) or by proxy, a Scheme Creditor must ensure that an Account Holder Letter is completed and lodged with the Information Agent online at the Scheme AHL Portal (<https://sites.dfkingltd.com/sanxing>) in accordance with the instructions

set out in the Solicitation Packet by no later than the Record Time for the Scheme, being means 11:00 a.m. on 10 August 2021 BVI time, the equivalent being 11:00 p.m. on 10 August 2021 Hong Kong time.

Copies of the Explanatory Statement, which includes, inter alios, the Scheme and the Solicitation Packet (this will include the Account Holder Letter) are available to download from the Scheme Website (<https://sites.dfkingltd.com/sanxing>) subject to entering a valid password. Passwords may be obtained by contacting the Information Agent.

Printed copies of the Schemes, the Explanatory Statement and the Solicitation Packet (this will include the Account Holder Letter) can be obtained free of charge by Scheme Creditors from 9:00 a.m. to 5:00 p.m. (BVI time) on any day (other than Saturdays, Sundays or statutory holidays in the BVI) prior to the day appointed for the Scheme Meeting from the Harneys BVI Office and from 9:00 a.m. to 5:00 p.m. (Hong Kong time) on any day (other than Saturdays, Sundays or statutory holidays in Hong Kong) prior to the day appointed for the Scheme Meeting, from the Harneys HK Office.

By the Convening Order, the BVI Court appointed Mr. Andrew Thorp, a partner of Harney Westwood & Riegels, LP of Craigmuir Chambers, PO Box 71, Road Town, Tortola, VG1110, BVI (or such other person(s) of Harney Westwood & Riegels, LP as appropriate) and Mr. Alexander Teck Chai Ridgers of Harney Westwood & Riegels (or such other person(s) of Harney Westwood & Riegels as appropriate) as chairpersons of the Scheme Meeting and directed any one of the Chairpersons report the results of the Scheme Meeting to the BVI Court.

The Scheme will be subject to the subsequent approval of the BVI Court and to the fulfilment or waiver (as applicable) of the conditions of the Scheme as set out in the Explanatory Statement.

The application seeking sanction of the Scheme shall be heard on **16 August 2021** BVI time (the “**BVI Sanction Hearing**”). All Scheme Creditors are entitled to attend the BVI Sanction Hearing in person or through counsel to support or oppose the sanctioning of the Scheme.

For further information please contact:

D.F. King Ltd, as Information Agent

Email: sanxing@dfkingltd.com

Telephone: in Hong Kong +852 3953 7208

in London: +44 20 7920 9700

Attention: Parveen Jutla / Vincent Yu

Admiralty Harbour Capital Limited, as Company's Financial Advisor

Address: Suite 1702, Prosperity Tower

39 Queen's Road Central

Central, Hong Kong

Email: sanxing@ahfghk.com

Harney Westwood & Riegels LP, as Company's Legal Advisors

Address: Craigmuir Chambers PO Box 71, Road Town

Tortola VG1110, British Virgin Islands

Email: chai.ridgers@harneys.com

leona.healey@harneys.com

andrew.thorp@harneys.com

Date: 23 July 2021

KNIGHT CASTLE INVESTMENTS LIMITED

計劃會議通知

東加勒比最高法院
英屬維爾京群島高等法院
商事法庭
英屬維爾京群島高等法院（商事）案件 2021 年第 0120 號

有關 **KNIGHT CASTLE INVESTMENTS LIMITED**
及有關英屬維爾京群島 2004 年《商業公司法》第 179A 條及有關安排計劃

KNIGHT CASTLE INVESTMENTS LIMITED

債權人

本通知所用詞彙與有關 Knight Castle Investments Limited（爵堡投資有限公司）（「**本公司**」）與計劃債權人於英屬維爾京群島二零零四年《商業公司法》第 179A 條下的建議安排計劃（「**該計劃**」）日期為 2021 年 7 月 23 日的說明函件（「**說明函件**」）中所用詞彙具有相同涵義。

茲通告根據日期為 2021 年 7 月 20 日的命令（「**召開命令**」），英屬維爾京群島東加勒比高等法院（「**英屬維爾京群島法院**」）已指示須召開本公司計劃債權人會議（「**計劃會議**」），以供考慮及酌情批准（不論有否修訂）該計劃。

計劃會議將於英屬維爾京群島時間 2021 年 8 月 12 日上午八時（即香港時間 2021 年 8 月 12 日下午八時）在 Harney Westwood & Riegels, LP 辦公室（地址為 Craigmuir Chambers, PO Box 71, Road Town, Tortola, VG1110, British Virgin Islands）（「**Harneys 英屬維爾京群島辦事處**」）。舉行，現場視像會議將連接至 Harney Westwood & Riegels 在香港的辦事處（地址為香港中環皇后大道中 99 號中環中心 3501 室）（「**Harneys 香港辦事處**」）。

計劃債權人可親自或委託代理人在 Harneys 英屬維爾京群島辦事處出席計劃會議。計劃債權人也可以通過視像會議 (i) 在 Harneys 香港辦事處或 (ii) 通過 Zoom 以直撥電話詳細資料參加，此等詳細資料可向資訊代理要求獲得。

計劃債權人也可以使用向資訊代理要求獲得的直撥電話詳細資料以聆聽模式通過電話撥入參加（但不能通過電話在計劃會議上投票）。

計劃債權人可親自（或如果是公司，則由正式授權代表）投票或由代理人代其投票。

根據召開命令，英屬維爾京群島法院已指示 Citicorp International Limited（作為債券契約下的受託人）及 Citivic Nominees Limited（作為共同存託人及債券的註冊持有人）不得在計劃會議上就債券投票。

每名計劃債權人（或如果是公司，則由正式授權代表）或代理人將須在計劃會議開始之前登記出席計劃會議。計劃會議的相關登記將不遲於計劃會議日期的預定開始時間（即英屬維爾京群島時間上午八時／香港時間下午八時）前一個小時開始，而每名計劃債權人（或如果是公司，則由正式授權代表）或代理人須在會議開始之前完成登記。

為遵守任何 COVID-19 對實體聚會的限制，任何擬親自到 Harneys 英屬維爾京群島辦事處參加計劃會議或親自到 Harneys 香港辦事處參加視像會議的計劃債權人應盡快（無論如何不得遲於計劃會議前一個工作日）通過以下聯繫方式聯繫 Harneys Westwood & Riegels，以便 Harneys 英屬維爾京群島辦事處及 Harneys 香港辦事處作出必要安排。

為就該計劃投票並親身或通過代理人出席（或如果是公司，則由正式授權代表出席）計劃會議，計劃債權人須確保已按照征詢資料集中載列的指示填妥賬戶持有人函件，並不遲於計劃的記錄時間（即英屬維爾京群島時間 2021 年 8 月 10 日上午十一時／香港時間 2021 年 8 月 10 日下午十一時）前透過該計劃的 AHL Portal（<https://sites.dfkingltd.com/sanxing>）提交予資訊代理。

其中包括該計劃及征詢資料集（將包括賬戶持有人函件）的說明函件的副本可通過在該計劃的網站（<https://sites.dfkingltd.com/sanxing>）輸入有效的密碼下載。計劃債權人可聯繫資訊代理人獲取密碼。

計劃債權人可於指定舉行計劃會議日前任何日子（星期六、星期日或英屬維爾京群島法定假日除外）於英屬維爾京群島時間上午九時正至下午五時在 Harneys 英屬維爾京群島辦事處及於指定舉行計劃會議日前任何日期（星期六、星期日或香港法定假日除外）於香港時間上午九時正至下午五時在 Harneys 香港辦事處免費索取該計劃、說明函件及征詢資料集（將包括賬戶持有人函件）的打印版。

根據召開命令，英屬維爾京群島法院已委任 Harney Westwood & Riegels, LP 的合夥人 Andrew Thorp 先生（地址為 Craigmuir Chambers, PO Box 71, Road Town, Tortola, VG1110, BVI）（或 Harney Westwood & Riegel, LP 視為合適的該等其他人士）及 Harney Westwood & Riegels 的 Alexander Teck Chai Ridgers 先生（或 Harney Westwood & Riegels 視為合適的該等其他人士）擔任計劃會議的主席，並指示其中一位主席向英屬維爾京群島法院報告計劃會議的結果。

該計劃其後須經英屬維爾京群島法院批准，並須待說明函件所載該計劃的條件獲達成或豁免（如適用）後，方能生效。

申請法院批准該計劃的呈請將於英屬維爾京群島時間 **2021 年 8 月 16 日** 進行聆訊（「**英屬維爾京群島批准聆訊**」）。全體計劃債權人均有權親身或委派律師出席英屬維爾京群島批准聆訊，以支持或反對批准該計劃。

有關更多信息，請聯繫：

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致： Parveen Jutla / Vincent Yu

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Harney Westwood & Riegels, LP (本公司的法律顧問)

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日期: 2021 年 7 月 23 日

KNIGHT CASTLE INVESTMENTS LIMITED (爵堡投資有限公司)