

NOTICE OF DESIGNATION OF THE RESTRUCTURING EFFECTIVE DATE

HCMP 1696 / 2023

**IN THE HIGH COURT OF THE
HONG KONG SPECIAL ADMINISTRATIVE REGION
COURT OF FIRST INSTANCE
MISCELLANEOUS PROCEEDINGS NO. 1696 OF 2023**

**IN THE MATTER OF CHINA AOYUAN GROUP
LIMITED (中國奧園集團股份有限公司)**

and

**IN THE MATTER OF section 670 of the
Companies Ordinance, Chapter 622 of the
Laws of Hong Kong**

CHINA AOYUAN GROUP LIMITED (中國奧園集團股份有限公司)

Reference is made to the notices of China Aoyuan Group Limited (中國奧園集團股份有限公司) (the "**Company**") dated 7 November 2023 ("**Notice of Scheme Meeting**"), 29 November 2023 ("**Notice of Results of the Scheme Meeting**") and 29 January 2024 ("**Notice of Scheme Effective Date**"). Unless otherwise defined herein, terms used in this Notice have the same meanings as in the Notice of Scheme Meeting, the Notice of Results of the Scheme Meeting, the Notice of Scheme Effective Date and the explanatory statement dated 7 November 2023 (as supplemented by the supplement to the explanatory statement dated 24 November 2023), available on the Transaction Website (<https://projects.morrowsodali.com/Aoyuan>), relating to the proposed schemes of arrangement between the Company and the Scheme Creditors (as defined therein) under (i) section 86 of the Companies Act (2023 Revision) (the "**China Aoyuan Cayman Scheme**") and (ii) sections 670, 673 and 674 of the Companies Ordinance (Cap. 622) of Hong Kong (the "**China Aoyuan HK Scheme**", together with the China Aoyuan Cayman Scheme, the "**China Aoyuan Schemes**").

Designation of the Restructuring Effective Date

The Company is pleased to announce that it has satisfied all of the Restructuring Conditions under the China Aoyuan Schemes, including the payment of all the RSA Fees (Cash Component) for further distribution to the relevant Scheme Creditors (who are not Sanctions-Affected Scheme Creditors). The Company has designated 20 March 2024 as the Restructuring Effective Date. Please note that the distribution of the relevant Scheme Consideration Entitlement under the China Aoyuan Schemes will commence on the immediate next Business Day following the Restructuring Effective Date. The distribution will be effected through the respective Intermediaries of the Scheme Creditors and may take up to several Business Days for the full distribution process to be completed.

This Notice is circulated for the purposes of clause 4.2.3 of the China Aoyuan HK Scheme.

Further information

For further information, please contact the Information Agent (for Scheme Creditors who are not Blocked Scheme Creditors), the Blocked Scheme Creditor Tabulation Agent (for Blocked Scheme Creditors) or the Company's financial advisor or legal advisor (as applicable), in each case, using

the contact details below:

Information Agent

Morrow Sodali Limited

Address:

In Hong Kong: 29/F, No. 28 Stanley Street, Central, Hong Kong

In London: 103 Wigmore Street, W1U 1QS, London, United Kingdom

Phone: Hong Kong: +852 2319 4130 / London: +44 20 4513 6933

Transaction Website: <https://projects.morrowsodali.com/Aoyuan>

Email: aoyuan@investor.morrowsodali.com

Blocked Scheme Creditor Tabulation Agent

Madison Pacific Corporate Services Ltd.

Address:

17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong SAR

Phone: +852 2599 9500

Email: Aoyuan@madisonpacific.com

Financial Adviser to the Company

KPMG

Address: 8th Floor, Prince's Building, 10 Chater Road, Central, Hong Kong

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Email: aoyuan.restructuring@kpmg.com

Legal Adviser to the Company

Linklaters

Address:

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In Singapore: 1 George St, Singapore, 049145

Phone: Hong Kong: +852 2842 4888 / Singapore: +65 6692 5700

Email: dlaoyuanlinklaters@linklaters.com

Cayman Islands Legal Adviser to the Company

Harney Westwood & Riegels

Address

In the Cayman Islands: 3rd Floor, Harbour Place, 103 South Church Street, Grand Cayman, KY1-1002

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CHINA AOYUAN GROUP LIMITED (中國奧園集團股份有限公司)

Dated: 20 March 2024