



IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 301 OF 2021 (DDJ)

IN THE MATTER OF SECTIONS 15 AND 86 OF THE COMPANIES ACT (2021
REVISION)

AND IN THE MATTER OF ORDER 102 OF THE GRAND COURT RULES 1995

AND IN THE MATTER OF HOP HING GROUP HOLDINGS LIMITED 合興集團控股
有限公司

ORDER

UPON THE PETITION of Hop Hing Group Holdings Limited 合興集團控股有限公司
(the "Petitioner") dated 10 March 2021

AND UPON HEARING Counsel for the Petitioner

AND UPON READING the said Petition; the First, Second and Third Affirmation of
Wong Kwok Ying (affirmed on 15 October 2021, 25 October 2021 and 16 December
2021 respectively); the First Affirmation of Che Hay Wen Denise (affirmed on 22
October 2021); the First Affirmation of Choi Chun Wai (affirmed on 19 November
2021); and the other documents on the court file

AND UPON the undertakings given to this Honourable Court by the Offeror and the
Consortium Offeror Concert Parties dated 20 October 2021

IT IS HEREBY ORDERED that, the Scheme of Arrangement as referred to in the
said Petition, the final version of which is exhibited to the Second Affirmation of Wong
Kwok Ying be and is hereby sanctioned

AND IT IS ORDERED that:

1. The Special Resolution authorising the capital reduction of the Company by

Extraordinary General Meeting dated 14 December 2021 is confirmed;

2. This Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the attached approved minute in Schedule "A" in respect of the capital reduction of the Company;
3. Notice of the registration by the Registrar of Companies of this Order and of the said Schedule be published once in the first available Cayman Gazette and once in the Hong Kong South China Morning Post newspaper in English and once in the Hong Kong Economic Journal newspaper in Chinese within 21 days of such registration;
4. There be no order as to costs; and
5. Liberty to apply.

DATED this 20th day of January 2022

FILED this 20 day of January 2022

The Honourable Justice Doyle
Judge of the Grand Court
Financial Services Division

This Order was filed by Conyers Dill & Pearman LLP, Attorneys-at-Law, for and on behalf of the Petitioner whose address for service is that of its Attorneys, Cricket Square, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands.

Schedule "A"

"The issued share capital of Hop Hing Group Holdings Limited 合興集團控股有限公司 (the "Company") was by virtue of a Special Resolution passed on 14 December 2021 and with the confirmation of an order of the Grand Court of the Cayman Islands dated 20 January 2022, reduced from HK\$1,007,043,178.60 divided into 10,070,431,786 shares of par value HK\$0.10 each to HK\$721,470,643.20 divided into 7,214,706,432 shares of par value HK\$0.10 (the "Reduction of Capital"). Immediately upon the Reduction of Capital, the issued share capital of the Company was restored to HK\$1,007,043,178.60 by allotting and issuing to the Offeror, credited as fully paid at par, 2,855,725,354 shares of par value HK\$0.10 each.

The authorised share capital of the Company, on the registration of this Minute, is HK\$1,480,000,000 divided into 14,800,000,000 ordinary shares each with a nominal or par value of HK\$0.10."