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## **FREEMAN FINTECH CORPORATION LIMITED**

(Provisional Liquidators Appointed)

**民眾金融科技控股有限公司**

(已委任臨時清盤人)

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 279)**

**IN THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION**

**CAUSE NO: FSD 262 OF 2020 (NSJ)**

**IN THE MATTER OF FREEMAN FINTECH CORPORATION LIMITED**

**AND IN THE MATTER OF AN APPLICATION FOR RECOGNITION OF  
JOINT AND SEVERAL PROVISIONAL LIQUIDATORS APPOINTED BY  
THE HIGH COURT OF THE HONG KONG SPECIAL ADMINISTRATIVE  
REGION**

**AND IN THE MATTER OF A REQUEST FROM THE HIGH COURT OF THE  
HONG KONG SPECIAL ADMINISTRATIVE REGION**

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**NOTICE PURSUANT TO ORDER OF THE GRAND COURT OF THE CAYMAN  
ISLANDS DATED 4 NOVEMBER 2020**

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**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

Reference is made to the announcements of Freeman FinTech Corporation Limited (Provisional Liquidators Appointed) (the “**Company**”) dated 28 February 2020 and 6 April 2020 in relation to, amongst other things, the appointment of Messrs. Lai Kar Yan (Derek) and Ho Kwok Leung Glen of Deloitte Touche Tohmatsu as joint and several provisional liquidators of the Company (the “**PLs**”) pursuant to orders of the High Court of the Hong Kong Special Administrative Region (the “**Hong Kong Court**”) dated 28 February 2020 and subsequently amended on 26 March 2020 (the “**PL Appointment Order**”).

This is a notice (“**Notice**”) given to you in your capacity either as a registered shareholder, a registered director or a creditor which has asserted claims in the provisional liquidation of the Company (the “**Notified Parties**”).

## **Introduction**

On 23 October 2020, the PLs issued an ex-parte originating summons (“**Originating Summons**”) in the Grand Court of the Cayman Islands (the “**Grand Court**”), pursuant to a letter of request dated 22 October 2020 from the Hong Kong Court addressed to the Grand Court, for (i) orders recognizing the PL Appointment Order and the appointment of the PLs by the Hong Kong Court for the purpose of the PLs presenting and prosecuting a petition to the Grand Court to sanction a creditors’ scheme of arrangement pursuant to section 86 of the Companies Law (2020 Revision) (the “**Scheme**”), and (ii) related relief.

By the recitals to and the terms of an order dated 4 November 2020 (the “**Court Order**”), the Grand Court, amongst other things:

- a) expressed the provisional view (without prejudice to the right of any party to apply for and the Grand Court to grant different relief in light of the applicable facts and circumstances) that should any suit, action or other proceeding (“**Proceedings**”) be proceeded with or commenced against the Company in the Grand Court after 4 November 2020, then pursuant to the Grand Court’s case management powers any such proceedings and the execution of any judgments against the Company will be stayed, and any winding up proceedings against the Company will be adjourned, until and pending (i) the filing of a petition for the convening of a meeting of creditors (or meetings of one or more classes of creditors) for the purpose of considering the Scheme proposed by the Company acting by the PLs and (ii) in the event that the requisite majorities are obtained at such meeting or meetings, the hearing before the Grand Court to sanction the Scheme;
- b) recognized the PL Appointment Order and the PLs for the purpose of (and subject to and after obtaining any further approvals required from the Hong Kong Court):
  - presenting and prosecuting a petition in the Grand Court in respect of the Scheme in furtherance of the proposed rescue and restructuring of the Company and its debts;
  - causing the Company to issue shares to a new investor and to Scheme creditors in connection with the Scheme (the “**Scheme Share Issue**”); and
  - applying for further and/or other relief from the Grand Court; and
- c) directed that:
  - If a Notified Party wishes to object to the Court Order having been made or make representations to the Grand Court, they shall do so by sending written representations

(in English) (“**Representations**”) to the PLs (by email to dttprojectlagoon@deloitte.com.hk) by 15 December 2020 (the “**Notice Period**”).

- If a Notified Party makes Representations within the Notice Period then the PLs shall apply to restore the Originating Summons before The Hon. Mr. Justice Segal on the first available date thereafter, so that the Grand Court may give such directions as it considers appropriate.
- If no Notified Party has made Representations to the PLs within the Notice Period, the PLs may present the Scheme petition pursuant to section 86(1) of the Companies Law (and proceed with the Scheme Share Issue) without the need for a further hearing.
- Until further Order, any and all Proceedings issued by or against the Company in the Cayman Islands shall be assigned to, and listed to be heard by, The Hon. Mr Justice Segal.

**NOTICE IS HEREBY GIVEN** that any Notified Party can obtain copies of the Originating Summons, the evidence filed in support thereof and the Court Order free of charge from the PLs by making an email request to dttprojectlagoon@deloitte.com.hk.

By Order of the Grand Court  
**Freeman FinTech Corporation Limited**

Dated 23 November 2020

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Head office and principal place of business in Hong Kong:

13/F, Fortis Tower

77-79 Gloucester Road

Wanchai

Hong Kong

As at the date of this announcement, the Board comprises the following Directors:-

***Executive Directors:***

Mr. Choi Wai Hong, Clifford

Mr. Yau Pak Yue

***Independent Non-executive Directors:***

Mr. An Dong

Mr. Fung Tze Wa

Mr. Wu Keli