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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)

NOTICE OF SCHEME MEETINGS

This announcement is made by Freeman FinTech Corporation Limited (Provisional Liquidators Appointed) (the “**Company**”) pursuant to Rules 13.09 and 13.73 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

References are made to the announcements of the Company dated 17 November 2020 and 8 December 2020.

The Company wishes to announce that pursuant to the orders both dated 24 December 2020 made by the High Court of the Hong Kong Special Administrative Region (the “**High Court**”) and by the Grand Court of the Cayman Islands (the “**Cayman Court**”) (collectively, the “**Orders**”) have each separately directed that a meeting (the meeting convened pursuant to the order of the High Court being referred to as the “**Hong Kong Scheme Meeting**” and the meeting convened pursuant to the order of the Cayman Court being referred to as the “**Cayman Scheme Meeting**” and the Hong Kong Scheme Meeting and the Cayman Scheme Meeting being referred to collectively as the “**Scheme Meetings**”) be convened of the creditors for the purpose of considering and, if thought fit, approving (with or without modification) a creditors scheme of arrangement under Hong Kong law (the “**Hong Kong Scheme**”) and, separately, a creditors scheme of arrangement under Cayman law (the “**Cayman Scheme**”) (collectively the Hong Kong Scheme and the Cayman Scheme are the “**Scheme**”), proposed to be made in each case between the Company and the creditors of the Company in respect of claims against the Company which arose on or before the effective date of the Scheme.

The Scheme Meetings will be held simultaneously at 10.00 am (Hong Kong time) on 22 January 2021 at The Hong Kong Management Association, 14/F, Fairmont House, 8 Cotton Tree Drive, Hong Kong, with a connection via video-link to the Cayman Islands at the offices of Campbells at Floor 4, Willow House, Cricket Square, George Town, Grand Cayman, Cayman Islands at 9.00pm (Cayman time) on 21 January 2021.

Notice of the Scheme Meetings pursuant to the Orders is set out in the Annex to this announcement.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended with effect from 1:12 p.m. on 28 February 2020 and will remain suspended pending fulfilment of the resumption conditions and such other further conditions that may be imposed by the Stock Exchange. The Company will keep the Shareholders and the public informed of the latest developments by making further announcement(s) as and when appropriate.

For and on behalf of

Freeman FinTech Corporation Limited
(Provisional Liquidators Appointed)

Lai Kar Yan (Derek)

Ho Kwok Leung Glen

*Joint and Several Provisional Liquidators
acting as agents without personal liability*

Hong Kong, 30 December 2020

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

Executive Directors:

Mr. Choi Wai Hong, Clifford

Mr. Yau Pak Yue

Non-executive Directors:

Ms. Ang Mei Lee Mary

Mr. Chung Wai Man

Independent Non-executive Directors:

Mr. An Dong

Mr. Fung Tze Wa

Mr. Wu Keli

IN THE HIGH COURT OF THE
HONG KONG SPECIAL ADMINISTRATIVE REGION
COURT OF FIRST INSTANCE
MISCELLANEOUS PROCEEDINGS NO. 2304 OF 2020
IN THE MATTER OF FREEMAN FINTECH CORPORATION LIMITED
(PROVISIONAL LIQUIDATORS APPOINTED)
AND IN THE MATTER OF SECTIONS 670, 671, 673 AND 674 OF THE
COMPANIES ORDINANCE (CAP. 622 OF THE LAWS OF THE
HONG KONG SPECIAL ADMINISTRATIVE REGION)

AND

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION
CAUSE NO. FSD 314 OF 2020 (NSJ)
IN THE MATTER OF FREEMAN FINTECH CORPORATION LIMITED
(PROVISIONAL LIQUIDATORS APPOINTED)
AND IN THE MATTER OF SECTION 86 OF THE COMPANIES ACT (2020 REVISION)
OF THE CAYMAN ISLANDS

NOTICE OF SCHEME MEETINGS

NOTICE IS HEREBY GIVEN that, by Orders both dated 24 December 2020 (collectively, the “**Orders**”) made in the above matters, the High Court of the Hong Kong Special Administrative Region (“**High Court**”) and the Grand Court of the Cayman Islands (“**Cayman Court**”) (collectively the “**Courts**”) have each separately directed that a meeting (the meeting convened pursuant to the order of the High Court being referred to as the “**Hong Kong Scheme Meeting**” and the meeting convened pursuant to the order of the Cayman Court being referred to as the “**Cayman Scheme Meeting**” and the Hong Kong Scheme Meeting and the Cayman Scheme Meeting being referred to collectively as the “**Scheme Meetings**”) be convened of the Creditors (as defined in the Scheme Document) for the purpose of considering and, if thought fit, approving (with or without modification) a creditors scheme of arrangement under Hong Kong law (the “**Hong Kong Scheme**”) and, separately, a creditors scheme of arrangement under Cayman law (the “**Cayman Scheme**”) (collectively the Hong Kong Scheme and the Cayman Scheme are the “**Scheme**”), proposed to be made in each case between Freeman FinTech Corporation Limited (Provisional Liquidators Appointed) (the “**Company**”) and the Creditors of the Company in respect of Claims against the Company which arose on or before the Effective Date of the Scheme.

The Scheme Meetings will be held simultaneously at 10.00 am (Hong Kong time) on 22 January 2021 at The Hong Kong Management Association, 14/F, Fairmont House, 8 Cotton Tree Drive, Hong Kong, with a connection via video-link to the Cayman Islands at the offices of Campbells at Floor 4, Willow House, Cricket Square, George Town, Grand Cayman, Cayman Islands at 9.00pm (Cayman time) on 21 January 2021, at which place and time all Creditors are requested to attend. A Creditor (or his proxy) who cannot attend the Scheme Meetings in person may attend by Zoom call or (on an exceptional basis) teleconference in the manner described and in accordance with the procedures set out in Section 11.2 of the Explanatory Statement in the Scheme Document.

All defined terms in this notice shall have the same meanings as those in the Scheme Document unless otherwise indicated.

The Scheme Meetings shall constitute and be treated as the meetings convened pursuant to the order of the High Court (referred to as the Hong Kong Scheme Meeting) and pursuant to the order of the Cayman Court (referred to as the Cayman Scheme Meeting) and any documents filed in connection with either of the Scheme Meetings and a vote cast at either of the Scheme Meetings shall be treated as documents filed and votes cast for the purpose of and in relation both to the Hong Kong Scheme and the Cayman Scheme.

A copy of a printed composite document containing a copy of the Scheme Document and a copy of the Explanatory Statement required to be furnished pursuant to Section 671 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Order 102, rule 21(4)(e) of the Cayman Islands Grand Court Rules 1995 (Revised), together with a form of proxy and a Notice of Claim for Voting Purposes, will be or has been dispatched to Creditors and the same can be obtained free of charge by any person entitled to attend the Scheme Meetings by reasonable prior notice (given by email to dtprojectlagoon@deloitte.com.hk or in writing to the Company c/o Deloitte Touche Tohmatsu at 35/F, One Pacific Place, 88 Queensway, Hong Kong) or can be collected in person, between the hours of 10.00 a.m. and 4.00 p.m. (Hong Kong time) on any day (excluding Saturdays, Sundays or statutory holidays in Hong Kong) prior to the day appointed for the Scheme Meetings from the Company c/o Deloitte Touche Tohmatsu at 35/F, One Pacific Place, 88 Queensway, Hong Kong.

Creditors may vote in person at the Scheme Meetings or they may appoint another person, whether a Creditor of the Company or not, as their proxy to attend and vote in their place. The form of proxy for use at the Scheme Meetings is available from the above address and during the same business hours referred to above. The Form of Proxy must be lodged with the Company at the address stated above (or by fax to +852 2850 8362) by no later than 10.00 a.m. on 20 January 2021 being two business days prior to the date of the Scheme Meetings.

By the Orders, the Courts have appointed Mr Ho Kwok Leung Glen, or failing him, Mr Lai Kar Yan (Derek), to act as Chairman of the Scheme Meetings and have directed the Chairman to report the results thereof to the Courts.

The Scheme will be subject to the subsequent approval of each of the Courts and to the fulfilment or waiver (as applicable) of the Conditions Precedent of the Scheme set out in the Explanatory Statement.

Creditors of the Company must submit details of any claim they have against the Company as at 22 January 2021, in writing, to the Company c/o Messrs Lai Kar Yan (Derek) and Ho Kwok Leung Glen, at 35/F, One Pacific Place, 88 Queensway, Hong Kong before 5.00 p.m. on 12 January 2021. Forms of Notice of Claim for Voting Purposes are available from the Company at the above address.

Dated this 30th December 2020

Ho Kwok Leung Glen
Joint and Several Provisional Liquidator
For and on behalf of Freeman FinTech Corporation Limited (Provisional Liquidators Appointed)
(acting as agent without personal liability)