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**CHINA EVERGRANDE GROUP**

**中國恒大集團**

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

**(Stock Code: 3333)**

## **UPDATE ON SCHEME MEETINGS**

References are made to (i) the announcements of China Evergrande Group (the “**Company**”) dated 20 March 2023, 22 March 2023, 3 April 2023 and 27 April 2023 in relation to, among other things, the Proposed Restructuring; and (ii) the announcements of the Company dated 17 July 2023, 26 July 2023, 31 July 2023 and 16 August 2023 in relation to, among other things, the convening hearings, notices of scheme meetings and notices of adjournment of scheme meetings in respect of the Schemes. Unless otherwise defined herein, terms used herein shall have the same meanings as used in the aforesaid announcements.

Considering that: (i) the Company and the Information Agent have continued to receive multiple enquiries from the CEG Scheme Creditors in respect of the Proposed Restructuring, and that in a restructuring of this scale and complexity, it is crucial that all CEG Scheme Creditors understand the process of the Proposed Restructuring and the terms of the CEG Schemes, so as to maximise creditor engagement and support informed-decision making in respect of the Proposed Restructuring; (ii) trading in the shares of the Company on the Stock Exchange has resumed with effect from 9:00 a.m. on 28 August 2023, which represents a relevant new development for the CEG Scheme Creditors to take into account when considering the Proposed Restructuring and the CEG Schemes; and (iii) there have been numerous media reports which have wholly mischaracterised the restructuring recognition process under Chapter 15 of the United States Code, which the Company had clarified in its announcement dated 18 August 2023 to be a normal procedure for any major scheme of arrangement involving New York law governed debts, and was in fact expressly contemplated in the Schemes, the Company has

resolved to extend the time period for the CEG Scheme Creditors to consider, understand and evaluate the terms of the CEG Schemes, as well as to allow the CEG Scheme Creditors additional time to consider the recent developments of the Group (including the resumption of trading of shares of the Company and the proposed subscription by NWTN Inc. of new shares in China Evergrande New Energy Vehicle Group Limited, a subsidiary of the Company, as disclosed in the Company's announcement dated 14 August 2023) and their implications for the CEG Scheme Creditors. As a result, the CEG Scheme Meetings will be adjourned for a period of 29 days.

To align the timetable of the CEG Schemes, the SJ Scheme and the TJ Scheme so far as possible, the SJ Scheme Meeting and the TJ Scheme Meeting will be adjourned for a period of 28 days.

The Company considers that notwithstanding the adjournment of the scheme meetings, in light of the existing longstop date of 15 December 2023, the timetable of the Proposed Restructuring remains in line with the scheme creditors' expectations for implementation of the Proposed Restructuring.

## **A. NOTICES OF ADJOURNMENT OF THE CEG SCHEME MEETINGS**

### **(a) Hong Kong CEG Scheme Meetings**

The Hong Kong CEG Class A Scheme Meeting will be adjourned to 26 September 2023 at 8:00 p.m. (Hong Kong time), the equivalent time being 7:00 a.m. (Cayman Islands time).

The Hong Kong CEG Class C Scheme Meeting will be adjourned to 26 September 2023 at 9:30 p.m. (Hong Kong time), the equivalent time being 8:30 a.m. (Cayman Islands time) (or, if later, as soon as the Cayman Islands CEG Class A Scheme Meeting has concluded).

The notice of adjournment of the Hong Kong CEG Scheme Meetings is set out in *Annex 1* to this announcement.

### **(b) Cayman Islands CEG Scheme Meetings**

The Cayman Islands CEG Class A Scheme Meeting will be adjourned to 26 September 2023 at 8:45 p.m. (Hong Kong time), the equivalent time being 7:45 a.m. (Cayman Islands time) (or, if later, as soon as the Hong Kong CEG Class A Scheme Meeting has concluded).

The Cayman Islands CEG Class C Scheme Meeting will be adjourned to 26 September 2023 at 10:15 p.m. (Hong Kong time), the equivalent time being 9:15 a.m. (Cayman Islands time) (or, if later, as soon as the Hong Kong CEG Class C Scheme Meeting has concluded).

The notice of adjournment of the Cayman Islands CEG Scheme Meetings is set out in *Annex 2* to this announcement.

## **B. NOTICE OF ADJOURNMENT OF THE SJ SCHEME MEETING**

The SJ Scheme Meeting will be adjourned to 25 September 2023 at 9:00 a.m. (British Virgin Islands time), the equivalent time being 9:00 p.m. (Hong Kong time).

The notice of adjournment of the SJ Scheme Meeting is set out in *Annex 3* to this announcement.

### **C. NOTICE OF ADJOURNMENT OF THE TJ SCHEME MEETING**

The TJ Scheme Meeting will be adjourned to 25 September 2023 at 8:00 p.m. (Hong Kong time).

The notice of adjournment of the TJ Scheme Meeting is set out in *Annex 4* to this announcement.

### **D. REQUEST FOR INFORMATION**

Documents and announcements related to the Schemes can be found on the Transaction Website: <https://projects.morrowsodali.com/evergrande>.

The Information Agent can be contacted using the below details:

#### **Morrow Sodali Limited**

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

Email: [evergrande@investor.morrowsodali.com](mailto:evergrande@investor.morrowsodali.com)

Attention: Debt Services Team

Any requests for information can be directed to the Information Agent using the details above, or to the Company's financial advisor:

#### **Houlihan Lokey (China) Limited**

Email: [Evergrande@HL.com](mailto:Evergrande@HL.com)

or to the AHG's financial advisor:

#### **Moelis & Company**

Email: [Project\\_Evergrande\\_Ext@moelis.com](mailto:Project_Evergrande_Ext@moelis.com)

**Holders of the Company's securities and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**China Evergrande Group**  
**Hui Ka Yan**  
*Chairman*

Hong Kong, 28 August 2023

*As at the date of this announcement, the executive directors are Mr. Hui Ka Yan, Mr. Siu Shawn, Mr. Shi Junping, Mr. Liu Zhen and Mr. Qian Cheng, the non-executive director is Mr. Liang Senlin, and the independent non-executive directors are Mr. Chau Shing Yim, David, Mr. He Qi and Ms. Xie Hongxi.*

**ANNEX 1**  
**Notice of Adjournment of the Hong Kong CEG Scheme Meetings**

IN THE HIGH COURT OF THE HONG KONG SPECIAL ADMINISTRATIVE REGION  
COURT OF FIRST INSTANCE

香港特别行政区高等法院原讼法庭

HCMP 1091 OF 2023

IN THE MATTER OF SECTIONS 670, 673 & 674 OF THE COMPANIES ORDINANCE,  
CHAPTER 622 OF THE LAWS OF HONG KONG

AND

IN THE MATTER OF CHINA EVERGRANDE GROUP (中國恒大集團)

公司条例（第 622 章）第 670 条、第 673 条和第 674 条事宜

及

中国恒大集团事宜

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NOTICE OF ADJOURNMENT OF SCHEME MEETINGS

协议安排会议延期通知

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China Evergrande Group (the “**Company**”) refers to the notice of adjournment of scheme meetings issued to Scheme Creditors on 16 August 2023 (the “**Notice of Adjourned Scheme Meetings**”), a copy of which can be accessed at (i) the Transaction Website, (ii) the Company’s Website, and (iii) the websites of the SEHK and the SGX-ST. Unless otherwise defined herein, terms used in this Notice have the same meanings as in the Notice of Adjourned Scheme Meetings.

中国恒大集团（以下简称为“**公司**”）兹提述 2023 年 8 月 16 日向协议安排债权人发出的协议安排会议延期通知（以下简称为“**协议安排会议延期通知**”），该通知的副本可于(i)交易网站，(ii)公司网站，和(iii)香港联交所和新加所网站查阅。除本通知另有定义外，本通知所使用的术语与协议安排会议延期通知所使用的术语含义相同。

The Company and its information agent continue to receive multiple enquiries from Scheme Creditors in respect of the Restructuring, notwithstanding the imminent Scheme Meetings. As a result, the Company, its information agent and advisers are necessarily continuing to engage to address queries and assist the Scheme Creditors. In a restructuring of this scale and complexity, it is crucial that all Scheme Creditors, both onshore and offshore, understand the Restructuring process and the terms of the Schemes, so as to maximise creditor engagement and support informed-decision making in respect of the Restructuring.

尽管协议安排会议召开在即，公司及其信息代理人仍接连收到协议安排债权人就重组提出的多项问询。因此，公司及其信息代理人 and 顾问有必要继续致力于解答协议安排债权人的疑问并协助协议安排债权人。在如此规模和复杂的重组中，境内外全部协议安排债权人都要理解重组程序和协议安排条款，这是至关重要的，以便最大限度地提高债权人对重组的参与度并为其知情决策提供支持。

In addition the Company has notably today resumed the trading of its shares on the HKEX, as announced by the Company on 25 August 2023, thereby satisfying a key condition precedent to the

Schemes and demonstrating the Company's ongoing commitment to the Restructuring and making wider progress. A copy of the aforementioned announcement is available at: <https://www1.hkexnews.hk/listedco/listconews/sehk/2023/0825/2023082501853.pdf>. This represents a relevant new development for Scheme Creditors to take into account when considering the proposed Restructuring and the Schemes. As this impacts scheme consideration, it is incumbent on the Company to provide Scheme Creditors with sufficient time to consider such development in advance of the Scheme Meetings.

此外，需指出，如公司于2023年8月25日公告所示，公司今日已在香港联交所恢复其股票交易，从而满足了协议安排的一个关键的前提条件，并展示了公司对重组的持续承诺和所取得的更广泛的进展。上述公告的副本可于：<https://www1.hkexnews.hk/listedco/listconews/sehk/2023/0825/2023082501853.pdf>获得。这是协议安排债权人在考虑拟议的重组和协议安排时需要考虑的相关新进展。由于这影响到协议安排对价，公司有责任在协议安排会议之前为协议安排债权人提供足够的时间来考虑该进展。

In light of the above factors, the Company shall extend the time period Scheme Creditors have to consider, understand and evaluate the terms of the Schemes. It will also allow additional time for Scheme Creditors to consider the NEV transaction discussed in the Notice of Adjourned Scheme Meetings and its implications for the Scheme Creditors. As a result, the Scheme Meetings shall be adjourned by the Chairperson for a period of 29 days and then reconvened on the dates and times listed in this Notice, and certain other deadlines shall be extended as set out below.

鉴于上述因素，公司应延长协议安排债权人必须考虑、理解和评估协议安排条款的期限。这也将使协议安排债权人有更多时间考虑协议安排会议延期通知中所讨论的恒大新能源汽车的交易及其对协议安排债权人的影响。因此，主席应将协议安排会议延期29天且随后在本通知所列日期和时间重新召开协议安排会议，并按下文规定延长某些其他截止日期。

This period provides Scheme Creditors with the advantage of appropriate further time to understand and evaluate the Schemes and these recent developments (including for enquiries to be addressed); while still enabling the Restructuring Effective Date to occur in early November (provided it is possible to adjourn the Scheme Sanction Hearings to early October 2023). This represents an extension of approximately one month and remains well within the overall anticipated timeline, noting the existing Longstop Date of 15 December 2023. Thereby the timetable remains in line with Scheme Creditor expectations for implementation of the Restructuring.

这一时段的好处是适当地为协议安排债权人提供了更多时间来理解和评估协议安排及其这些最近的进展（包括待解决的问询）；同时仍使重组生效日可在11月初发生（前提是有可能将协议安排批准聆讯延期至2023年10月初）。需指出目前的最后期限为2023年12月15日，这意味着约一个月的延期仍完全符合整体的预计时间表。因此，该时间表仍符合协议安排债权人对实施重组的期待。

Needless to say, the Company, its information agent and advisers remain on hand to assist Scheme Creditors with their enquiries during this time.

毋庸赘述，在此期间公司及其信息代理人 and 顾问将继续协助解答协议安排债权人的问询。

### **Adjourned Scheme Meetings and changes to voting deadlines**

#### **延期后的协议安排会议及投票截止日期的变化**

As a result of the matters set out in this Notice:

如本通知所述：

1. The Scheme Meetings to be held on 28 August 2023 are to be adjourned on their commencement to **26 September 2023** at the following times:

原定于 2023 年 8 月 28 日举行的协议安排会议将按照以下时间延期至 **2023 年 9 月 26 日**：

- (a) Hong Kong Scheme – The Class A Scheme Meeting: 8:00 p.m. (Hong Kong time) / 7:00 a.m. (Cayman Islands time);

香港协议安排 — A 组协议安排会议：下午 8 时（香港时间）/ 上午 7 时（开曼群岛时间）；

- (b) Cayman Scheme – The Class A Scheme Meeting: 8:45 p.m. (Hong Kong time) / 7:45 a.m. (Cayman Islands time) (or, if later, as soon as the Class A Scheme Meeting for the Hong Kong Scheme has concluded);

开曼协议安排 — A 组协议安排会议：下午 8 时 45 分（香港时间）/ 上午 7 时 45 分（开曼群岛时间）（或者，如较迟，在香港协议安排的 A 组协议安排会议结束后尽快举行）；

- (c) Hong Kong Scheme – The Class C Scheme Meeting: 9:30 pm (Hong Kong time) / 8:30 a.m. (Cayman Islands time) (or, if later, as soon as the Class A Scheme Meeting for the Cayman Scheme has concluded); and

香港协议安排 — C 组协议安排会议：下午 9 时 30 分（香港时间）/ 上午 8 时 30 分（开曼群岛时间）（或者，如较迟，在开曼协议安排的 A 组协议安排会议结束后尽快举行）；及

- (d) Cayman Scheme – The Class C Scheme Meeting: 10:15 pm (Hong Kong time) / 9:15 a.m. (Cayman Islands time) (or, if later, as soon as the Class C Scheme Meeting for the Hong Kong Scheme has concluded).

开曼协议安排 — C 组协议安排会议：下午 10 时 15 分（香港时间）/ 上午 9 时 15 分（开曼群岛时间）（或者，如较迟，在香港协议安排的 C 组协议安排会议结束后尽快举行）。

The venue of the Scheme Meetings will remain as the offices of Sidley Austin at 39/F, Two International Finance Centre, 8 Finance St, Central, Hong Kong.

协议安排会议的地点仍为盛德律师事务所办公室，位于香港中环金融街 8 号国际金融中心二期 39 楼。

2. The **Custody Instruction Deadline** (which is relevant for Class A Noteholders, Dongpo Noteholders and Lake Noteholders that are not a Blocked Scheme Creditor) has been extended to **5:00 p.m. (Hong Kong time) / 4:00 a.m. (Cayman Islands time) on 18 September 2023**.

**托管指示截止日期**（与 A 组票据持有人、眉山项目票据持有人和湘阴项目票据持有人有关，但该等债权人非受限协议安排债权人）已延长至 **2023 年 9 月 18 日下午 5 时（香港时间）/ 上午 4 时（开曼群岛时间）**。

3. The **Voting Record Time** for the Schemes, being the deadline for the submission (or re-submission) of the relevant forms in order to vote on the Schemes and attend the reconvened Scheme Meetings, has been extended to **5:00 p.m. (Hong Kong time) on 20 September 2023, the equivalent time being 4:00 a.m. (Cayman Islands time) on 20 September 2023**.

协议安排的“投票记录时间”，即提交（或重新提交）有关表格以就协议安排进行投票和出席协议安排延期会议的截止日期，已延长至**2023年9月20日下午5时（香港时间）**，相当于开曼群岛时间**2023年9月20日上午4时**。

Custody Instructions (if applicable) validly submitted will remain valid and irrevocable. Scheme Creditors who have submitted a validly completed Scheme Creditor Form through the Portal or Blocked Scheme Creditor Form (as applicable) are not required to resubmit the relevant form to the Information Agent or GLAS, respectively, as a result of the matters set out in this Notice unless they wish to make changes to the information submitted in the Scheme Creditor Form or Blocked Scheme Creditor Form (as applicable), including changing their vote as a result of further considering the terms of the Schemes.

有效提交的托管指示（如适用）将仍有效且不可撤销。已通过门户网站或受限协议安排债权人表格（按所适用的）提交了有效填写的协议安排债权人表格的协议安排债权人，无需因本通知所述事项而分别向信息代理人或 GLAS 重新提交相关表格，除非他们希望更改协议安排债权人表格或受限协议安排债权人表格（如适用）中所提交的信息，包括在进一步考虑协议安排的条款后更改其投票。

### **Adjournment and relisting of Scheme Sanction Hearings**

#### **协议安排批准聆讯的延期和重新列入议事日程**

The Hong Kong Scheme Sanction Hearing was scheduled to take place at 10:00 a.m. Hong Kong time on 5 and 6 September 2023 (to be fixed by the Hong Kong Court) (9:00 p.m. Cayman Islands time on 4 and 5 September 2023). The Cayman Scheme Sanction Hearing was scheduled to take place at 10.00 a.m. Cayman Islands time (11.00 p.m. Hong Kong time) on 1 September 2023. Both Scheme Sanction Hearings will need to be adjourned and relisted in order to accommodate the adjournment of the Scheme Meetings set out in this Notice.

香港协议安排批准聆讯原定于香港时间 2023 年 9 月 5 日及 6 日上午 10 时举行（由香港法院裁定）（开曼群岛时间为 2023 年 9 月 4 日和 5 日下午 9 时）。开曼协议安排批准聆讯原定于开曼群岛时间 2023 年 9 月 1 日上午 10 时（香港时间晚上 11 时）举行。为配合本通知所载协议安排会议的延期，两项批准聆讯均须延期及重新列入议事日程。

The Company will contact the Cayman Court and the Hong Kong Court to request the adjournment and relisting of the Scheme Sanction Hearings to dates as soon as practicable after the adjourned Scheme Meetings, and will publish a further notice at a later time to confirm the outcome of such discussions.

公司将联系开曼法院和香港法院以请求在协议安排会议延期后在实际可行的情况下尽快将协议安排批准聆讯延期及重新列入议事日程，并将随后发布进一步通知以确认该等讨论的结果。

Any Scheme Creditor is entitled (but not obliged) to attend the Scheme Sanction Hearings, through legal counsel, to support or oppose the approval and sanction of the Schemes.

任何协议安排债权人都有权（但无义务）通过法律顾问参加协议安排批准聆讯，以支持或反对协议安排的许可和批准。



## Media reports in relation to Chapter 15 application for *recognition* of the Schemes

### 有关第 15 章申请承认协议安排的媒体报道

The Company is aware of numerous media reports which have wholly mischaracterized the Chapter 15 restructuring *recognition* process occurring in New York. Contrary to such media reports, the Company has no operations or material assets in the US nor is it subject to any pending or threatened litigation in the US. Rather, Chapter 15 recognition of the foreign Schemes is a normal feature of virtually every major scheme of arrangement involving New York law governed debts in the last decade, and was expressly contemplated in the Schemes (to ensure recognition of the compromise of the New York law governed bonds pursuant to the Schemes under New York law).

公司了解到许多媒体报道完全错误地描述了纽约的第 15 章重组承认程序。与媒体报道相反，公司在美国并无运作或重大资产也没有在美国受到任何未决或威胁诉讼的影响。相反，第 15 章的承认该等外国协议安排是过去十年来几乎每一项涉及纽约州法律管辖的债务的主要协议安排都会有的正常特征，并且在协议安排中得到明确考虑（以确保纽约州法律管辖的债券根据该协议安排的妥协于纽约州法律下得到承认）。

The Company hopes that directly addressing these mischaracterizations further demonstrates its good faith to achieving the Restructuring, clarifies the media position, and promotes understanding in Scheme Creditors of the Restructuring process.

通过直接纠正该等错误描述，公司希望进一步表明其实现重组的诚意，澄清媒体立场并促进协议安排债权人对重组程序的理解。

Despite the difficulties faced by the Group, the Group remains focused on acting responsibly and in the best interests of its onshore creditors, offshore creditors, and wider stakeholders.

尽管集团面对困难，但集团仍然专注于负责行事，为其境内外的债权人和更广泛的利益相关者的最佳利益行事。

### SCHEME CREDITORS (OTHER THAN BLOCKED SCHEME CREDITORS<sup>1</sup>) REQUIRING ASSISTANCE SHOULD CONTACT:

需要协助的协议安排债权人（受限协议安排债权人除外）应联络：

#### Morrow Sodali Limited

Telephone: in Hong Kong +852 2319 4130; in London +44 20 4513 6933  
电话： 香港： +852 2319 4130； 伦敦： +44 20 4513 6933

Email: [evergrande@investor.morrowsodali.com](mailto:evergrande@investor.morrowsodali.com)  
电子邮件：

Attention: Debt Services Team  
收件人：

Transaction Website: <https://projects.morrowsodali.com/evergrande>  
交易网站：

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<sup>1</sup> As defined in the Explanatory Statement and the Schemes.  
如解释性声明和协议安排所定义。

Portal: <https://portal.morrowsodali.com/EvergrandeScheme>  
门户网站:

**ANY BLOCKED SCHEME CREDITORS REQUIRING ASSISTANCE SHOULD CONTACT:**  
**任何需要协助的受限协议安排债权人应联络:**

**GLAS Specialist Services Limited**

Email: [lm@glas.agency](mailto:lm@glas.agency)  
电子邮件:

Attention: Liability Management Team  
收件人:

**FOR COMPANY ANNOUNCEMENTS REGARDING THE SCHEMES (INCLUDING  
THOSE RELEVANT TO BLOCKED SCHEME CREDITORS)**

**与有关本协议安排的公司公告（包括有关受限协议安排债权人的公告）**

Company's Website: [www.evergrande.com](http://www.evergrande.com)  
公司网站:

HKEX news website of the SEHK: <https://www.hkexnews.hk/>  
香港联交所的披露易网站:

SGX-ST website: <https://www.sgx.com/>  
新交所网站:

**CHINA EVERGRANDE GROUP (中國恒大集團)**

Dated: 28 August 2023  
日期: 2023年8月28日

**ANNEX 2**

**Notice of Adjournment of the Cayman Islands CEG Scheme Meetings**

IN THE GRAND COURT OF THE CAYMAN ISLANDS

开曼群岛大法院

FINANCIAL SERVICES DIVISION

金融服务部

FSD CAUSE NO. 89 OF 2023 (IKJ)

IN THE MATTER OF SECTION 86 OF THE COMPANIES ACT (2023 REVISION)

AND

IN THE MATTER OF CHINA EVERGRANDE GROUP (中國恒大集團)

公司法第 86 条 (2023 年修订) 事宜

及

中国恒大集团事宜

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NOTICE OF ADJOURNMENT OF SCHEME MEETINGS

协议安排会议延期通知

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China Evergrande Group (the “**Company**”) refers to the notice of adjournment of scheme meetings issued to Scheme Creditors on 16 August 2023 (the “**Notice of Adjourned Scheme Meetings**”), a copy of which can be accessed at (i) the Transaction Website, (ii) the Company’s Website, and (iii) the websites of the SEHK and the SGX-ST. Unless otherwise defined herein, terms used in this Notice have the same meanings as in the Notice of Adjourned Scheme Meetings.

中国恒大集团（以下简称为“**公司**”）兹提述 2023 年 8 月 16 日向协议安排债权人发出的协议安排会议延期通知（以下简称为“**协议安排会议延期通知**”），该通知的副本可于(i)交易网站，(ii)公司网站，和(iii)香港联交所和新加坡网站查阅。除本通知另有定义外，本通知所使用的术语与协议安排会议延期通知所使用的术语含义相同。

The Company and its information agent continue to receive multiple enquiries from Scheme Creditors in respect of the Restructuring, notwithstanding the imminent Scheme Meetings. As a result, the Company, its information agent and advisers are necessarily continuing to engage to address queries and assist the Scheme Creditors. In a restructuring of this scale and complexity, it is crucial that all Scheme Creditors, both onshore and offshore, understand the Restructuring process and the terms of the Schemes, so as to maximise creditor engagement and support informed-decision making in respect of the Restructuring.

尽管协议安排会议召开在即，公司及其信息代理人仍接连收到协议安排债权人就重组提出的多项问询。因此，公司及其信息代理人 and 顾问有必要继续致力于解答协议安排债权人的疑问并协助协议安排债权人。在如此规模和复杂的重组中，境内外全部协议安排债权人都要理解重组程

序和协议安排条款，这是至关重要的，以便最大限度地提高债权人对重组的参与度并为其知情决策提供支持。

In addition the Company has notably today resumed the trading of its shares on the HKEX, as announced by the Company on 25 August 2023, thereby satisfying a key condition precedent to the Schemes and demonstrating the Company's ongoing commitment to the Restructuring and making wider progress. A copy of the aforementioned announcement is available at: <https://www1.hkexnews.hk/listedco/listconews/sehk/2023/0825/2023082501853.pdf>. This represents a relevant new development for Scheme Creditors to take into account when considering the proposed Restructuring and the Schemes. As this impacts scheme consideration, it is incumbent on the Company to provide Scheme Creditors with sufficient time to consider such development in advance of the Scheme Meetings.

此外，需指出，如公司于2023年8月25日公告所示，公司今日已在香港联交所恢复其股票交易，从而满足了协议安排的一个关键的前提条件，并展示了公司对重组的持续承诺和所取得的更广泛的进展。上述公告的副本可于：<https://www1.hkexnews.hk/listedco/listconews/sehk/2023/0825/2023082501853.pdf>获得。这是协议安排债权人在考虑拟议的重组和协议安排时需要考虑的相关新进展。由于这影响到协议安排对价，公司有责任在协议安排会议之前为协议安排债权人提供足够的时间来考虑该进展。

In light of the above factors, the Company shall extend the time period Scheme Creditors have to consider, understand and evaluate the terms of the Schemes. It will also allow additional time for Scheme Creditors to consider the NEV transaction discussed in the Notice of Adjourned Scheme Meetings and its implications for the Scheme Creditors. As a result, the Scheme Meetings shall be adjourned by the Chairperson for a period of 29 days and then reconvened on the dates and times listed in this Notice, and certain other deadlines shall be extended as set out below.

鉴于上述因素，公司应延长协议安排债权人必须考虑、理解和评估协议安排条款的期限。这也将使协议安排债权人有更多时间考虑协议安排会议延期通知中所讨论的恒大新能源汽车的交易及其对协议安排债权人的影响。因此，主席应将协议安排会议延期29天且随后在本通知所列日期和时间重新召开协议安排会议，并应按下文规定延长某些其他截止日期。

This period provides Scheme Creditors with the advantage of appropriate further time to understand and evaluate the Schemes and these recent developments (including for enquiries to be addressed); while still enabling the Restructuring Effective Date to occur in early November (provided it is possible to adjourn the Scheme Sanction Hearings to early October 2023). This represents an extension of approximately one month and remains well within the overall anticipated timeline, noting the existing Longstop Date of 15 December 2023. Thereby the timetable remains in line with Scheme Creditor expectations for implementation of the Restructuring.

这一时段的好处是适当地为协议安排债权人提供了更多时间来理解和评估协议安排及其这些最近的进展（包括待解决的问询）；同时仍使重组生效日可在11月初发生（前提是有可能将协议安排批准聆讯延期至2023年10月初）。需指出目前的最后期限为2023年12月15日，这意味着约一个月的延期仍完全符合整体的预计时间表。因此，该时间表仍符合协议安排债权人对实施重组的期待。

Needless to say, the Company, its information agent and advisers remain on hand to assist Scheme Creditors with their enquiries during this time.

毋庸赘述，在此期间公司及其信息代理人和顾问将继续协助解答协议安排债权人的问询。

### **Adjourned Scheme Meetings and changes to voting deadlines**

## 延期后的协议安排会议及投票截止日期的变化

As a result of the matters set out in this Notice:

如本通知所述:

1. The Scheme Meetings to be held on 28 August 2023 are to be adjourned on their commencement to **26 September 2023** at the following times:

原定于 2023 年 8 月 28 日举行的协议安排会议将按照以下时间延期至 **2023 年 9 月 26 日**:

- (a) Hong Kong Scheme – The Class A Scheme Meeting: 8:00 p.m. (Hong Kong time) / 7:00 a.m. (Cayman Islands time);

香港协议安排 — A 组协议安排会议: 下午 8 时 (香港时间) / 上午 7 时 (开曼群岛时间);

- (b) Cayman Scheme – The Class A Scheme Meeting: 8:45 p.m. (Hong Kong time) / 7:45 a.m. (Cayman Islands time) (or, if later, as soon as the Class A Scheme Meeting for the Hong Kong Scheme has concluded);

开曼协议安排 — A 组协议安排会议: 下午 8 时 45 分 (香港时间) / 上午 7 时 45 分 (开曼群岛时间) (或者, 如较迟, 在香港协议安排的 A 组协议安排会议结束后尽快举行);

- (c) Hong Kong Scheme – The Class C Scheme Meeting: 9:30 pm (Hong Kong time) / 8:30 a.m. (Cayman Islands time) (or, if later, as soon as the Class A Scheme Meeting for the Cayman Scheme has concluded); and

香港协议安排 — C 组协议安排会议: 下午 9 时 30 分 (香港时间) / 上午 8 时 30 分 (开曼群岛时间) (或者, 如较迟, 在开曼协议安排的 A 组协议安排会议结束后尽快举行); 及

- (d) Cayman Scheme – The Class C Scheme Meeting: 10:15 pm (Hong Kong time) / 9:15 a.m. (Cayman Islands time) (or, if later, as soon as the Class C Scheme Meeting for the Hong Kong Scheme has concluded).

开曼协议安排 — C 组协议安排会议: 下午 10 时 15 分 (香港时间) / 上午 9 时 15 分 (开曼群岛时间) (或者, 如较迟, 在香港协议安排的 C 组协议安排会议结束后尽快举行)。

The venue of the Scheme Meetings will remain as the offices of Sidley Austin at 39/F, Two International Finance Centre, 8 Finance St, Central, Hong Kong.

协议安排会议的地点仍为盛德律师事务所办公室, 位于香港中环金融街 8 号国际金融中心二期 39 楼。

2. The Custody Instruction Deadline (which is relevant for Class A Noteholders, Dongpo Noteholders and Lake Noteholders that are not a Blocked Scheme Creditor) has been extended to **5:00 p.m. (Hong Kong time) / 4:00 a.m. (Cayman Islands time) on 18 September 2023**.

**托管指示截止日期**（与 A 组票据持有人、眉山项目票据持有人和湘阴项目票据持有人有关，但该等债权人非受限协议安排债权人）已延长至 **2023 年 9 月 18 日下午 5 时（香港时间）/上午 4 时（开曼群岛时间）**。

3. The **Voting Record Time** for the Schemes, being the deadline for the submission (or re-submission) of the relevant forms in order to vote on the Schemes and attend the reconvened Scheme Meetings, has been extended to **5:00 p.m. (Hong Kong time) on 20 September 2023, the equivalent time being 4:00 a.m. (Cayman Islands time) on 20 September 2023.**

协议安排的“**投票记录时间**”，即提交（或重新提交）有关表格以就协议安排进行投票和出席协议安排延期会议的截止日期，已延长至 **2023 年 9 月 20 日下午 5 时（香港时间）**，相当于开曼群岛时间 **2023 年 9 月 20 日上午 4 时**。

Custody Instructions (if applicable) validly submitted will remain valid and irrevocable. Scheme Creditors who have submitted a validly completed Scheme Creditor Form through the Portal or Blocked Scheme Creditor Form (as applicable) are not required to resubmit the relevant form to the Information Agent or GLAS, respectively, as a result of the matters set out in this Notice unless they wish to make changes to the information submitted in the Scheme Creditor Form or Blocked Scheme Creditor Form (as applicable), including changing their vote as a result of further considering the terms of the Schemes.

有效提交的托管指示（如适用）将仍有效且不可撤销。已通过门户网站或受限协议安排债权人表格（按所适用的）提交了有效填写的协议安排债权人表格的协议安排债权人，无需因本通知所述事项而分别向信息代理人或 GLAS 重新提交相关表格，除非他们希望更改协议安排债权人表格或受限协议安排债权人表格（如适用）中所提交的信息，包括在进一步考虑协议安排的条款后更改其投票。

### **Adjournment and relisting of Scheme Sanction Hearings**

#### **协议安排批准聆讯的延期和重新列入议事日程**

The Cayman Scheme Sanction Hearing was scheduled to take place at 10.00 a.m. Cayman Islands time (11.00 p.m. Hong Kong time) on 1 September 2023. The Hong Kong Scheme Sanction Hearing was scheduled to take place at 10:00 a.m. Hong Kong time on 5 and 6 September 2023 (to be fixed by the Hong Kong Court) (9:00 p.m. Cayman Islands time on 4 and 5 September 2023). Both Scheme Sanction Hearings will need to be adjourned and relisted in order to accommodate the adjournment of the Scheme Meetings set out in this Notice.

开曼协议安排批准聆讯原定于开曼群岛时间 2023 年 9 月 1 日上午 10 时（香港时间晚上 11 时）举行。香港协议安排批准聆讯原定于香港时间 2023 年 9 月 5 日及 6 日上午 10 时举行（由香港法院裁定）（开曼群岛时间为 2023 年 9 月 4 日和 5 日下午 9 时）。为配合本通知所载协议安排会议的延期，两项批准聆讯均须延期及重新列入议事日程。

The Company will contact the Cayman Court and the Hong Kong Court to request the adjournment and relisting of the Scheme Sanction Hearings to dates as soon as practicable after the adjourned Scheme Meetings, and will publish a further notice at a later time to confirm the outcome of such discussions.

公司将联系开曼法院和香港法院以请求在协议安排会议延期后在实际可行的情况下尽快将协议安排批准聆讯延期及重新列入议事日程，并将随后发布进一步通知以确认该等讨论的结果。

Any Scheme Creditor is entitled (but not obliged) to attend the Scheme Sanction Hearings, through legal counsel, to support or oppose the approval and sanction of the Schemes.

任何协议安排债权人都有权（但无义务）通过法律顾问参加协议安排批准聆讯，以支持或反对协议安排的许可和批准。

## **Media reports in relation to Chapter 15 application for *recognition* of the Schemes**

### **有关第 15 章申请承认协议安排的媒体报道**

The Company is aware of numerous media reports which have wholly mischaracterized the Chapter 15 restructuring *recognition* process occurring in New York. Contrary to such media reports, the Company has no operations or material assets in the US nor is it subject to any pending or threatened litigation in the US. Rather, Chapter 15 recognition of the foreign Schemes is a normal feature of virtually every major scheme of arrangement involving New York law governed debts in the last decade, and was expressly contemplated in the Schemes (to ensure recognition of the compromise of the New York law governed bonds pursuant to the Schemes under New York law).

公司了解到许多媒体报道完全错误地描述了纽约的第 15 章重组承认程序。与媒体报道相反，公司在美国并无运作或重大资产也没有在美国受到任何未决或威胁诉讼的影响。相反，第 15 章的承认该等外国协议安排是过去十年来几乎每一项涉及纽约州法律管辖的债务的主要协议安排都会有的正常特征，并且在协议安排中得到明确考虑（以确保纽约州法律管辖的债券根据该协议安排的妥协于纽约州法律下得到承认）。

The Company hopes that directly addressing these mischaracterizations further demonstrates its good faith to achieving the Restructuring, clarifies the media position, and promotes understanding in Scheme Creditors of the Restructuring process.

通过直接纠正该等错误描述，公司希望进一步表明其实现重组的诚意，澄清媒体立场并促进协议安排债权人对重组程序的理解。

Despite the difficulties faced by the Group, the Group remains focused on acting responsibly and in the best interests of its onshore creditors, offshore creditors, and wider stakeholders.

尽管集团面对困难，但集团仍然专注于负责行事，为其境内外的债权人和更广泛的利益相关者的最佳利益行事。

### **SCHEME CREDITORS (OTHER THAN BLOCKED SCHEME CREDITORS<sup>1</sup>) REQUIRING ASSISTANCE SHOULD CONTACT:**

**需要协助的协议安排债权人（受限协议安排债权人除外）应联络：**

#### **Morrow Sodali Limited**

Telephone: in Hong Kong +852 2319 4130; in London +44 20 4513 6933  
电话： 香港： +852 2319 4130； 伦敦： +44 20 4513 6933

Email: [evergrande@investor.morrowsodali.com](mailto:evergrande@investor.morrowsodali.com)  
电子邮件：

Attention: Debt Services Team  
收件人：

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<sup>1</sup> As defined in the Explanatory Statement and the Schemes.  
如解释性声明和协议安排所定义。



Transaction Website: <https://projects.morrowsodali.com/evergrande>  
交易网站:

Portal: <https://portal.morrowsodali.com/EvergrandeScheme>  
门户网站:

**ANY BLOCKED SCHEME CREDITORS REQUIRING ASSISTANCE SHOULD CONTACT:**  
任何需要协助的受限协议安排债权人应联络:

**GLAS Specialist Services Limited**

Email: [lm@glas.agency](mailto:lm@glas.agency)  
电子邮件:

Attention: Liability Management Team  
收件人:

**FOR COMPANY ANNOUNCEMENTS REGARDING THE SCHEMES (INCLUDING  
THOSE RELEVANT TO BLOCKED SCHEME CREDITORS)**

与有关本协议安排的公司公告（包括有关受限协议安排债权人的公告）

Company's Website: [www.evergrande.com](http://www.evergrande.com)  
公司网站:

HKEX news website of the SEHK: <https://www.hkexnews.hk/>  
香港联交所的披露易网站:

SGX-ST website: <https://www.sgx.com/>  
新交所网站:

**CHINA EVERGRANDE GROUP (中國恒大集團)**

Dated: 28 August 2023  
日期: 2023年8月28日

**ANNEX 3**  
**Notice of Adjournment of the SJ Scheme Meeting**

**IN THE EASTERN CARIBBEAN SUPREME COURT**  
东加勒比最高法院

**IN THE HIGH COURT OF JUSTICE**  
高等法院

**BRITISH VIRGIN ISLANDS**  
英属维京群岛

**COMMERCIAL DIVISION**  
商业部

**CLAIM NO. BVIHC (COM) 0076 of 2023**  
诉请编号: BVIHC (COM) 0076 of 2023

**IN THE MATTER OF SECTION 179A OF THE BVI BUSINESS COMPANIES ACT (as amended)**

**AND**

**IN THE MATTER OF SCENERY JOURNEY LIMITED**

英属维京群岛商业公司法（经修订）第 179A 条事宜

及

景程有限公司事宜

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**NOTICE OF ADJOURNMENT OF SCHEME MEETING**  
协议安排会议延期通知

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Scenery Journey Limited (the “**Company**”) refers to the notice of adjournment of scheme meeting issued to Scheme Creditors on 16 August 2023 (the “**Notice of Adjourned Scheme Meeting**”), a copy of which can be accessed at (i) the Transaction Website, (ii) CEG’s website, and (iii) the websites of the SEHK and the SGX-ST. Unless otherwise defined herein, terms used in this Notice have the same meanings as in the Notice of Adjourned Scheme Meeting.

景程有限公司（以下简称为“**公司**”）兹提述 2023 年 8 月 16 日向协议安排债权人发出的协议安排会议延期通知（以下简称为“**协议安排会议延期通知**”），该通知的副本可于(i)交易网站、(ii)恒大网站和(iii)香港联交所和新交所网站查阅。除本通知另有定义外，本通知所使用的术语与协议安排会议延期通知所使用的术语含义相同。

CEG, the Company's ultimate parent, has announced on the date of this Notice the adjournment of the scheme meetings for the CEG Schemes to 25 September 2023 and extensions to certain other deadlines.

公司的最终母公司恒大已于本通知发布之日公告，针对恒大协议安排的协议安排会议延期至 2023 年 9 月 25 日并延长某些其他截止日期。

Given the extension of the timeline for the CEG Schemes, the synergies in the Group, and the merits of providing Scheme Creditors with further time to consider and evaluate the terms of the Scheme and recent developments (including today's resumption of trading for CEG and the recent NEV transaction), it is determined there should be adjournment of the Scheme Meeting for a period of 28 days for simplicity and to keep the timetable of the CEG Schemes, the SJ Scheme and the TJ Scheme aligned so far as possible.

考虑到恒大协议安排时间表的延长、集团内的协同效应，以及为协议安排债权人提供更多时间来考虑和评估协议安排条款和最近的进展（包括今天恒大复牌和最近的恒大新能源汽车的交易），公司决定，为简便起见协议安排会议应延期 28 天，并尽可能使恒大协议安排、景程协议安排和天基协议安排的时间表保持一致。

This period provides Scheme Creditors with the advantage of further time to understand and evaluate the Scheme and recent developments (including for enquiries to be addressed); while still enabling the Restructuring Effective Date to occur in early November (provided it is possible to adjourn the sanction hearings for the TJ Scheme and the SJ Scheme to early October 2023). **This represents an extension of approximately one month and remains well within the overall anticipated timeline, noting the existing Longstop Date of 15 December 2023.** Thereby the timetable remains in line with Scheme Creditor expectations for implementation of the Restructuring.

这一时段的好处是为协议安排债权人提供了更多时间来理解和评估协议安排及其最近的进展（包括待解决的问询）；同时仍使重组生效日可在 11 月初发生（前提是有可能将景程协议安排和天基协议安排的批准聆讯延期至 2023 年 10 月初）。**需指出目前的最后期限为 2023 年 12 月 15 日，这意味着约一个月的延期仍完全符合整体的预计时间表。**因此，该时间表仍符合协议安排债权人对实施重组的期待。

The date of the reconvened Scheme Meeting and the related deadlines which have been extended are set out in this Notice below.

重新召开协议安排会议的日期及已延期的有关截止日期载列于本通知下文。

Needless to say, the Company, its information agent and advisers remain on hand to assist Scheme Creditors with their enquiries during this time.

毋庸赘述，在此期间公司及其信息代理人和顾问将继续协助解答协议安排债权人的问询。

### **Adjourned Scheme Meeting and changes to voting deadlines**

#### **延期后的协议安排会议及投票截止日期的变化**

As a result of the matters set out in this Notice:

如本通知所述：

1. The Scheme Meeting to be held on 28 August 2023 is to be adjourned on its commencement to **25 September 2023** at 9.00 a.m. (British Virgin Islands ("BVI") time) / 9.00 p.m. (Hong Kong time).

原定于2023年8月28日举行的协议安排会议将延期至**2023年9月25日**上午9时（英属维京群岛（“BVI”）时间）/下午9时（香港时间）。

2. The venue of the Scheme Meeting will remain as the offices of Maples and Calder at Ritter House, Road Town, Tortola, British Virgin Islands.

协议安排会议的地点仍为迈普达律师事务所的办公室，位于 Ritter House, Road Town, Tortola, British Virgin Islands。

3. The **Custody Instruction Deadline** (which is relevant for SJ Notes Scheme Creditors that are not a Blocked Scheme Creditor) has been extended to **5.00 a.m. (BVI Time) / 5.00 p.m. (Hong Kong Time) on 18 September 2023.**

**托管指示截止日期**（与景程票据协议安排债权人，但该等债权人非受限协议安排债权人）已延长至**2023年9月18日**上午5时（BVI时间）/下午5时（香港时间）。

4. The **Voting Record Time** for the Scheme, being the deadline for the submission (or re-submission) of the relevant forms in order to vote on the Scheme and attend the reconvened Scheme Meeting, has been extended to **5.00 a.m. (BVI Time) / 5.00 p.m. (Hong Kong Time) on 20 September 2023.**

协议安排的**“投票记录时间”**，即提交（或重新提交）有关表格以就协议安排进行投票和出席协议安排延期会议的截止日期，已延长至**2023年9月20日**上午5时（BVI时间）/下午5时（香港时间）。

Custody Instructions (if applicable) validly submitted will remain valid and irrevocable. Scheme Creditors who have submitted a validly completed Account Holder Letter through the Portal or Blocked Scheme Creditor Form (as applicable) are not required to resubmit the relevant form to the Information Agent or GLAS, respectively, as a result of the matters set out in this Notice unless they wish to make changes to the information submitted in the Account Holder Letter or Blocked Scheme Creditor Form (as applicable), including changing their vote as a result of further considering the terms of the Schemes.

有效提交的托管指示（如适用）将仍有效且不可撤销。已通过门户网站或受限协议安排债权人表格（按所适用的）提交了有效填写的协议安排债权人表格的协议安排债权人，无需因本通知所述事项而分别向信息代理人或 GLAS 重新提交相关表格，除非他们希望更改协议安排债权人表格或受限协议安排债权人表格（如适用）中所提交的信息，包括在进一步考虑协议安排的条款后更改其投票。

### **Adjournment and relisting of Scheme Sanction Hearing**

协议安排批准聆讯的延期和重新列入议事日程

The BVI Scheme Sanction Hearing was scheduled to take place on 4 September 2023 at 10 a.m. (BVI time) / 10 p.m. (Hong Kong time). The BVI Scheme Sanction Hearing will need to be adjourned and relisted in order to accommodate the adjournment of the Scheme Meeting set out in this Notice.

BVI 协议安排批准聆讯原定于 BVI 时间 2023 年 9 月 4 日上午 10 时（BVI 时间）/晚上 10 时（香港时间）举行。为配合本通知所载协议安排会议的延期，BVI 协议安排批准聆讯须延期及重新列入议事日程。

The Company will contact the BVI Court to request the adjournment and relisting of the BVI Scheme Sanction Hearing to a date as soon as practicable after the adjourned Scheme Meeting, and will publish a further notice at a later time to confirm the outcome of such discussions.

公司将联系 BVI 法院以请求在协议安排会议延期后尽快将 BVI 协议安排批准聆讯延期及重新列入议事日程，并将随后发布进一步通知以确认该等讨论的结果。

Any Scheme Creditor is entitled (but not obliged) to attend the BVI Scheme Sanction Hearing, through legal counsel, to support or oppose the approval and sanction of the Scheme.

任何协议安排债权人都有权（但无义务）通过法律顾问参加 BVI 协议安排批准聆讯，以支持或反对协议安排的许可和批准。

### **Media reports in relation to Chapter 15 application for recognition of the Scheme**

有关第 15 章申请承认协议安排的媒体报道

The Company is aware of numerous media reports which have wholly mischaracterized the Chapter 15 restructuring *recognition* process occurring in New York. Contrary to such media reports, the Company has no operations or material assets in the US nor is it subject to any pending or threatened litigation in the US. Rather, Chapter 15 recognition of the foreign Schemes is a normal feature of virtually every major scheme of arrangement involving New York law governed debts in the last decade, and was expressly contemplated in the Scheme (to ensure recognition of the compromise of the New York law governed bonds pursuant to the TJ Scheme and the SJ Scheme under New York law).

公司了解到许多媒体报道完全错误地描述了纽约的第 15 章重组承认程序。与媒体报道相反，公司在美国并无运作或重大资产也没有在美国受到任何未决或威胁诉讼的影响。相反，第 15 章的承认该等外国协议安排是过去十年来几乎每一项涉及纽约州法律管辖的债务的主要协议安排都会有的正常特征，并且在协议安排中得到明确考虑（以确保纽约州法律管辖的债券根据天基协议安排和景程协议安排的妥协于纽约州法律下得到承认）。

The Company hopes that directly addressing these mischaracterizations further demonstrates its good faith to achieving the Restructuring, clarifies the media position and promotes the understanding in Scheme Creditors of the Restructuring process.

通过直接纠正该等错误描述，公司希望进一步表明其实现重组的诚意，澄清媒体立场并促进协议安排债权人对重组程序的理解。

Despite the difficulties faced by the Group, the Group remains focused on acting responsibly and in the best interests of its onshore creditors, offshore creditors, and wider stakeholders.

尽管集团面对困难，但集团仍然专注于负责行事，为其境内外的债权人和更广泛的利益相关者的最佳利益行事。

**SCHEME CREDITORS (OTHER THAN BLOCKED SCHEME CREDITORS<sup>1</sup>) REQUIRING ASSISTANCE SHOULD CONTACT:**

**需要协助的协议安排债权人（受阻协议安排债权人除外）应联络：**

**Morrow Sodali Limited**

Telephone: in Hong Kong +852 2319 4130; in London +44 20 4513 6933  
电话： 香港： +852 2319 4130； 伦敦： +44 20 4513 6933

Email: [evergrande@investor.morrowsodali.com](mailto:evergrande@investor.morrowsodali.com)  
电子邮件：

Attention: Debt Services Team  
收件人：

Transaction Website: <https://projects.morrowsodali.com/evergrande>  
交易网站：

Portal: <https://portal.morrowsodali.com/EvergrandeScheme>  
门户网站：

**FFP (BVI) Limited**

Telephone: +1 284 494 2715  
电话：

Email: [info-sceneryjourney@ffp.vg](mailto:info-sceneryjourney@ffp.vg)  
电子邮件：

Attention: Anna Silver and Bijorn Bullock  
收件人：

**ANY BLOCKED SCHEME CREDITORS REQUIRING ASSISTANCE SHOULD CONTACT:**  
**任何需要协助的受限协议安排债权人应联络：**

**GLAS Specialist Services Limited**

Email: [lm@glas.agency](mailto:lm@glas.agency)  
电子邮件：

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<sup>1</sup> As defined in the Explanatory Statement and the Scheme.  
如说明陈述和协议安排所定义。

Attention: Liability Management Team  
收件人:

**SCENERY JOURNEY LIMITED (景程有限公司)**

Date: 28 August 2023  
日期: 2023年8月28日



**ANNEX 4**  
**Notice of Adjournment of the TJ Scheme Meeting**

IN THE HIGH COURT OF THE HONG KONG SPECIAL ADMINISTRATIVE REGION  
COURT OF FIRST INSTANCE

香港特别行政区高等法院原讼法庭

HCMP 1090 OF 2023

IN THE MATTER OF SECTIONS 670, 673 & 674 OF THE COMPANIES ORDINANCE,  
CHAPTER 622 OF THE LAWS OF HONG KONG

AND

IN THE MATTER TIANJI HOLDING LIMITED (天基控股有限公司)

公司条例（第 622 章）第 670 条、第 673 条和第 674 条事宜

及

天基控股有限公司事宜

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NOTICE OF ADJOURNMENT OF SCHEME MEETING  
协议安排会议延期通知

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Tianji Holding Limited (the “**Company**”) refers to the notice of adjournment of scheme meeting issued to Scheme Creditors on 16 August 2023 (the “**Notice of Adjourned Scheme Meeting**”), a copy of which can be accessed at (i) the Transaction Website, (ii) CEG’s website, and (iii) the websites of the SEHK and the SGX-ST. Unless otherwise defined herein, terms used in this Notice have the same meanings as in the Notice of Adjourned Scheme Meeting.

天基控股有限公司（以下简称为“**公司**”）兹提述 2023 年 8 月 16 日向协议安排债权人发出的协议安排会议延期通知（以下简称为“**协议安排会议延期通知**”），该通知的副本可于(i)交易网站、(ii)恒大网站和(iii)香港联交所和新交所网站查阅。除本通知另有定义外，本通知所使用的术语与协议安排会议延期通知所使用的术语含义相同。

CEG, the Company’s ultimate parent, has announced on the date of this Notice the adjournment of the scheme meetings for the CEG Schemes to 25 September 2023 and extensions to certain other deadlines.

公司的最终母公司恒大已于本通知发布之日公告，针对恒大协议安排的协议安排会议延期至 2023 年 9 月 25 日并延长某些其他截止日期。

Given the extension of the timeline for the CEG Schemes, the synergies in the Group, and the merits of providing Scheme Creditors with further time to consider and evaluate the terms of the Scheme and recent developments (including today’s resumption of trading for CEG and the recent NEV transaction), it is determined there should be adjournment of the Scheme Meeting for a period of 28 days for simplicity and to keep the timetable of the CEG Schemes, the SJ Scheme and the TJ Scheme aligned so far as possible.

考虑到恒大协议安排时间表的延长、集团内的协同效应，以及为协议安排债权人提供更多时间来考虑和评估协议安排条款和最近的进展（包括今天恒大复牌和最近的恒大新能源汽车的交

易)，公司决定，为简便起见协议安排会议应延期 28 天，并尽可能使恒大协议安排、景程协议安排和天基协议安排的时间表保持一致。

This period provides Scheme Creditors with the advantage of further time to understand and evaluate the Scheme and recent developments (including for enquiries to be addressed); while still enabling the Restructuring Effective Date to occur in early November (provided it is possible to adjourn the sanction hearings for the TJ Scheme and the SJ Scheme to early October 2023). This represents an extension of approximately one month and remains well within the overall anticipated timeline, noting the existing Longstop Date of 15 December 2023. Thereby the timetable remains in line with Scheme Creditor expectations for implementation of the Restructuring.

这一时段的好处是为协议安排债权人提供了更多时间来理解和评估协议安排及其最近的进展（包括待解决的问询）；同时仍使重组生效日可在 11 月初发生（前提是有可能将景程协议安排和天基协议安排的批准聆讯延期至 2023 年 10 月初）。需指出目前的最后期限为 2023 年 12 月 15 日，这意味着约一个月的延期仍完全符合整体的预计时间表。因此，该时间表仍符合协议安排债权人对实施重组的期待。

The date of the reconvened Scheme Meeting and the related deadlines which have been extended are set out in this Notice below.

重新召开协议安排会议日期及已延期的有关截止日期载列于本通知下文。

Needless to say, the Company, its information agent and advisers remain on hand to assist Scheme Creditors with their enquiries during this time.

毋庸赘述，在此期间公司及其信息代理人 and 顾问将继续协助解答协议安排债权人的问询。

### **Adjourned Scheme Meeting and changes to voting deadlines**

#### **延期后的协议安排会议及投票截止日期的变化**

As a result of the matters set out in this Notice:

如本通知所述：

1. The Scheme Meeting to be held on 28 August 2023 is to be adjourned on its commencement to **25 September 2023** at 8:00 p.m. (Hong Kong time).

原定于 2023 年 8 月 28 日举行的协议安排会议将延期至 **2023 年 9 月 25 日** 下午 8 时（香港时间）。

The venue of the Scheme Meeting will remain as the offices of Sidley Austin at 39/F, Two International Finance Centre, 8 Finance St, Central, Hong Kong.

协议安排会议的地点仍为盛德律师事务所的办公室，位于香港中环金融街 8 号国际金融中心二期 39 楼。

2. The **Custody Instruction Deadline** (which is relevant for SJ Notes Scheme Creditors and Lake Noteholders that are not a Blocked Scheme Creditor) has been extended to **5:00 p.m. (Hong Kong time) on 18 September 2023.**

**托管指示截止日期**（与景程票据协议安排债权人和湘阴项目票据持有人有关，但该等债权人非受限协议安排债权人）已延长至 **2023 年 9 月 18 日下午 5 时（香港时间）**。

3. The **Voting Record Time** for the Scheme, being the deadline for the submission (or re-submission) of the relevant forms in order to vote on the Scheme and attend the reconvened Scheme Meeting, has been extended to **5:00 p.m. (Hong Kong time) on 20 September 2023**.

协议安排的“**投票记录时间**”，即提交（或重新提交）有关表格以就协议安排进行投票和出席协议安排延期会议的截止日期，已延长至 **2023 年 9 月 20 日下午 5 时（香港时间）**。

Custody Instructions (if applicable) validly submitted will remain valid and irrevocable. Scheme Creditors who have submitted a validly completed Scheme Creditor Form through the Portal or Blocked Scheme Creditor Form (as applicable) are not required to resubmit the relevant form to the Information Agent or GLAS, respectively, as a result of the matters set out in this Notice unless they wish to make changes to the information submitted in the Scheme Creditor Form or Blocked Scheme Creditor Form (as applicable), including changing their vote as a result of further considering the terms of the Schemes.

有效提交的托管指示（如适用）将仍有效且不可撤销。已通过门户网站或受限协议安排债权人表格（按所适用的）提交了有效填写的协议安排债权人表格的协议安排债权人，无需因本通知所述事项而分别向信息代理人或 GLAS 重新提交相关表格，除非他们希望更改协议安排债权人表格或受限协议安排债权人表格（如适用）中所提交的信息，包括在进一步考虑协议安排的条款后更改其投票。

### **Adjournment and relisting of Scheme Sanction Hearing**

#### **协议安排批准聆讯的延期和重新列入议事日程**

The Scheme Sanction Hearing was scheduled to take place at 10 a.m. (Hong Kong time) on 5 and 6 September 2023 (to be fixed by the Hong Kong Court). The Scheme Sanction Hearing will need to be adjourned and relisted in order to accommodate the adjournment of the Scheme Meeting set out in this Notice.

协议安排批准聆讯原定于香港时间 2023 年 9 月 5 日及 6 日上午 10 时举行（由香港法院裁定）。为配合本通知所载协议安排会议的延期，协议安排批准聆讯须延期及重新列入议事日程。

The Company will contact the Hong Kong Court to request the adjournment and relisting of the Scheme Sanction Hearing to a date as soon as practicable after the adjourned Scheme Meeting, and will publish a further notice at a later time to confirm the outcome of such discussions.

公司将联系香港法院以请求在协议安排会议延期后尽快将协议安排批准聆讯延期及重新列入议事日程，并将随后发布进一步通知以确认该等讨论的结果。

Any Scheme Creditor is entitled (but not obliged) to attend the Scheme Sanction Hearing, through legal counsel, to support or oppose the approval and sanction of the Scheme.

任何协议安排债权人都有权（但无义务）通过法律顾问参加协议安排批准聆讯，以支持或反对协议安排的许可和批准。

## Media reports in relation to Chapter 15 application for *recognition* of the Scheme

### 有关第 15 章申请承认协议安排的媒体报道

The Company is aware of numerous media reports which have wholly mischaracterized the Chapter 15 restructuring *recognition* process occurring in New York. Contrary to such media reports, the Company has no operations or material assets in the US nor is it subject to any pending or threatened litigation in the US. Rather, Chapter 15 recognition of the foreign Schemes is a normal feature of virtually every major scheme of arrangement involving New York law governed debts in the last decade, and was expressly contemplated in the Scheme (to ensure recognition of the compromise of the New York law governed bonds pursuant to the TJ Scheme and the SJ Scheme under New York law).

公司了解到许多媒体报道完全错误地描述了纽约的第 15 章重组承认程序。与媒体报道相反，公司在美国并无运作或重大资产也没有在美国受到任何未决或威胁诉讼的影响。相反，第 15 章的承认该等外国协议安排是过去十年来几乎每一项涉及纽约州法律管辖的债务的主要协议安排都会有的正常特征，并且在协议安排中得到明确考虑（以确保纽约州法律管辖的债券根据天基协议安排和景程协议安排的妥协于纽约州法律下得到承认）。

The Company hopes that directly addressing these mischaracterizations further demonstrates its good faith to achieving the Restructuring, clarifies the media position and promotes the understanding in Scheme Creditors of the Restructuring process.

通过直接纠正该等错误描述，公司希望进一步表明其实现重组的诚意，澄清媒体立场并促进协议安排债权人对重组程序的理解。

Despite the difficulties faced by the Group, the Group remains focused on acting responsibly and in the best interests of its onshore creditors, offshore creditors, and wider stakeholders.

尽管集团面对困难，但集团仍然专注于负责行事，为其境内外的债权人和更广泛的利益相关者的最佳利益行事。

### SCHEME CREDITORS (OTHER THAN BLOCKED SCHEME CREDITORS<sup>1</sup>) REQUIRING ASSISTANCE SHOULD CONTACT:

需要协助的协议安排债权人（受限协议安排债权人除外）应联络：

#### Morrow Sodali Limited

Telephone: in Hong Kong +852 2319 4130; in London +44 20 4513 6933  
电话：香港：+852 2319 4130；伦敦：+44 20 4513 6933

Email: [evergrande@investor.morrowsodali.com](mailto:evergrande@investor.morrowsodali.com)  
电子邮件：

Attention: Debt Services Team  
收件人：

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<sup>1</sup> As defined in the Explanatory Statement and the Scheme.

如解释性声明和协议安排所定义。

Transaction Website: <https://projects.morrowsodali.com/evergrande>  
交易网站：

Portal: <https://portal.morrowsodali.com/EvergrandeScheme>  
门户网站：

**ANY BLOCKED SCHEME CREDITORS REQUIRING ASSISTANCE SHOULD CONTACT:**  
任何需要协助的受限协议安排债权人应联络：

**GLAS Specialist Services Limited**

Email: [lm@glas.agency](mailto:lm@glas.agency)  
电子邮件：

Attention: Liability Management Team  
收件人：

**FOR CEG ANNOUNCEMENTS REGARDING THIS SCHEME (INCLUDING THOSE  
RELEVANT TO BLOCKED SCHEME CREDITORS)**

与有关本协议安排的恒大公告（包括有关受限协议安排债权人的公告）

CEG's website: [www.evergrande.com](http://www.evergrande.com)  
恒大网站：

HKEXnews website of the SEHK: <https://www.hkexnews.hk/>  
香港联交所的披露易网站：

SGX-ST website: <https://www.sgx.com/>  
新交所网站：

**TIANJI HOLDING LIMITED 天基控股有限公司**

Date: 28 August 2023

日期：2023年8月28日