



IN THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 198 OF 2020 (IKJ)

IN THE MATTER OF SECTIONS 15 AND 86 OF THE COMPANIES LAW (2020 REVISION)  
AND IN THE MATTER OF ORDER 102 OF THE GRAND COURT RULES 1995  
AND IN THE MATTER OF HUARONG INVESTMENT STOCK CORPORATION LIMITED

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**ORDER**

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UPON THE PETITION of Huarong Investment Stock Corporation Limited (the "Petitioner")  
dated 4 September 2020;

AND UPON HEARING Counsel for the Petitioner;

AND UPON READING the said Petition; the First, Second and Third Affirmation of CHEN  
Qinghua (affirmed on 4 September 2020, 14 September 2020 and 28 October 2020  
respectively); the First Affirmation of Fung Kwok Lun Eric (affirmed on 6 October 2020); the  
First Affirmation of Chik Chee Terris Tang (affirmed on 14 September 2020); and the other  
documents on the court file;

AND UPON the undertakings given to this Honourable Court by Huarong International  
Financial Holdings Limited by its letter dated 22 September 2020;

IT IS HEREBY ORDERED that, the Scheme of Arrangement as set forth in the said Petition,  
the final version of which is contained in the First Affirmation of Fung Kwok Lun Eric and  
which is largely identical to the version as attached to the Second Affirmation of CHEN  
Qinghua, be and is hereby sanctioned.

AND IT IS ORDERED that:

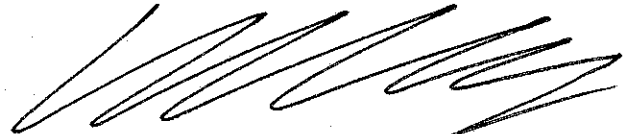
- (1) The Special Resolution authorising the capital reduction of the Company by  
Extraordinary General Meeting dated 27 October 2020 is sanctioned and confirmed.
- (2) This Order be produced to the Registrar of Companies and that an office copy hereof

be delivered to him together with a copy of the attached Schedule "A";

- (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 6<sup>th</sup> day of November 2020

FILED this 6<sup>th</sup> day of November 2020



The Honourable Justice Kawaley  
Judge of the Grand Court

This Order was filed by Conyers Dill & Pearman, 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 Huarong Investment Stock Corporation Limited was by virtue of a Special Resolution passed on 27 October 2020 and with the confirmation of an order of the Grand Court of the Cayman Islands dated 6 November 2020, reduced from HK\$18,160,000.01 divided into 1,816,000,001 shares of par value HK\$0.01 each to HK\$0.01 divided into 1 share of par value HK\$0.01 (the "Reduction of Capital"). Immediately upon the Reduction of Capital, the issued share capital of Huarong Investment Stock Corporation Limited was restored to HK\$18,160,000 by allotting and issuing to the Offeror, credited as fully paid at par, 1,815,999,999 shares of par value HK\$0.01 each.*

*The authorised share capital of the Company, on the registration of this Minute, is HK\$200,000,000 divided into 20,000,000,000 shares of par value HK\$0.01 each."*