



IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 208 OF 2021 (DDJ)

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

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

AND IN THE MATTER OF BESTWAY GLOBAL HOLDING INC. 榮威國際控股有限公司

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**ORDER**

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UPON THE PETITION of Bestway Global Holding Inc. 榮威國際控股有限公司 (the "Petitioner") dated 20 July 2021 (the "Petition");

AND UPON HEARING Counsel for the Petitioner;

AND UPON READING the said Petition, the First Affirmation of Lam Yiu Kin (affirmed on 20 July 2021), the First Affirmation of Chan Yuk Sing (affirmed on 20 July 2021), the First Affirmation of Tsang Ching Man (affirmed on 24 August 2021), the Second Affirmation of Lam Yiu Kin (affirmed on 16 September 2021), the exhibits attached thereto and other documents on the court file;

AND UPON the undertakings dated 14 July 2021 given to this Honourable Court by the Offeror and the Offeror Concert Parties as defined in the Petition;

IT IS HEREBY ORDERED that that the Scheme of Arrangement as referred to in the Petition, the final version of which is exhibited to the First Affirmation of Tsang Ching Man be and is hereby sanctioned.

AND IT IS ORDERED that:

- (1) The capital reduction of the Company by way of Special Resolution passed on 15 September 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 minute approved by the Court and set out 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 30 day of September 2021

FILED this 30 day of September 2021

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The Honourable Justice Doyle  
Judge of the Grand Court

This Order was filed by Conyers Dill & Pearman LLP, Attorneys-at-Law, for and on behalf of the Petitioner, SIX, Cricket Square, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands

## Schedule "A"

### MINUTE

*"The issued shares of par value HK\$0.01 each (the "Shares") in the share capital of Bestway Global Holding Inc. 榮威國際控股有限公司 was by virtue of a Special Resolution passed on 15 September 2021 and with the sanction of an Order of the Grand Court of the Cayman Islands made on 30 September 2021 reduced from HK\$10,583,910 divided into 1,058,391,000 Shares to HK\$8,235,015 divided into 823,501,500 Shares (the "Capital Reduction"). Simultaneously with the Capital Reduction, the issued Shares in the share capital of Bestway Global Holding Inc. 榮威國際控股有限公司 was restored to HK\$10,583,910 by allotting and issuing to Great Success Enterprises Holdings Limited, credited as fully paid at par, 234,889,500 Shares.*

*The authorised share capital of the Company, on the registration of this Minute, is HK\$100,000,000 divided into 10,000,000,000 ordinary shares of par value HK\$0.01 each."*