

IN THE HIGH COURT OF  
THE HONG KONG SPECIAL ADMINISTRATIVE REGION  
COURT OF FIRST INSTANCE  
MISCELLANEOUS PROCEEDINGS NO. 2236 OF 2020

In the Matter of

NEWOCEAN ENERGY HOLDINGS LIMITED

and

In the Matter of

SECTIONS 670, 671, 673 AND 674 OF THE COMPANIES ORDINANCE  
(CAP.622 OF THE LAWS OF HONG KONG)

and

IN THE SUPREME COURT OF BERMUDA  
(COMMERCIAL COURT)  
COMPANIES (WINDING UP)  
2020: NO. 439

and

In the Matter of

NEWOCEAN ENERGY HOLDINGS LIMITED

and

In the Matter of

SECTION 99 OF THE COMPANIES ACT 1981

NOTICE OF ADJOURNED NOE SCHEME MEETING

Terms used in this Notice have the same meanings as in the Combined Explanatory Statement and the NOE Scheme relating to the proposed scheme of arrangement between NewOcean Energy Holdings Limited and the NOE Scheme Creditors under sections 670, 671, 673 and 674 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong) and section 99 of the Companies Act 1981.

By Orders dated 26 January 2021 (Hong Kong time) made by the Hong Kong Court and 25 January 2021 (Bermuda time) made by the Bermuda Court (collectively, the “**Orders**”) in the above matter, the Hong Kong Court and the Bermuda Court have each directed that meetings of the NOE Scheme Creditors (as adjourned from 18 January 2021) (the “**Adjourned NOE Scheme Meetings**”) be reconvened on 16 April, 2021 and that at least 28 days’ notice be given of the same.

Accordingly, NOTICE IS HEREBY GIVEN that the Adjourned NOE Scheme Meetings will be held at 11:00 a.m. (Hong Kong time) on Friday, 16 April 2021 at Room 2203, 22/F, Tower I, Admiralty Centre, 18 Harcourt Road, Hong Kong. All NOE Scheme Creditors are entitled (but not obligated) to attend the Adjourned NOE Scheme Meeting at such place and time either in person, by a fully authorised representative (if a corporation) or by proxy.

For the avoidance of doubt, for those NOE Scheme Creditors who had previously completed and submitted their Notice of Claim for Voting Purposes and proxy forms for the purpose of the NOE Scheme Meeting which was held on 18 January 2021, those documents remain valid for the purpose of the Adjourned NOE Scheme Meeting unless the Chairman of the Adjourned NOE Scheme Meeting is otherwise notified.

The NOE Scheme Creditors may vote in person at the Adjourned NOE Scheme Meeting or they may appoint another person, whether a NOE Scheme Creditor or not, as their proxy to attend and vote in their stead. A corporate NOE Scheme Creditor may also appoint a representative to attend and vote at the Adjourned NOE Scheme Meeting.

If person(s) appointed in the proxy forms submitted for the purpose of the NOE Scheme Meeting which was held on 18 January 2021 is/are not available to attend and vote in the Adjourned NOE Scheme Meeting, it is requested that forms appointing proxies, together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof, be lodged at the office of Alvarez & Marsal Asia Limited at Rooms 405-7, 4/F, St. George’s Building, 2 Ice House Street, Central, Hong Kong for the attention of Mr. Edward Simon Middleton / Ms. Yeung Ka Man, the Chairman of the Adjourned NOE Scheme Meeting, no later than two (2) Business Days before the Adjourned NOE Scheme Meeting, that is, not later than 11:00 a.m. (Hong Kong time) on Wednesday, 14 April 2021.

Completion and return of the forms appointing proxies will not preclude the NOE Scheme Creditor signing the said form from attending and voting at the Adjourned NOE Scheme Meeting in person, but in such event the form of proxy will be deemed to have been revoked. Any NOE Scheme Creditor that wishes to attend the Adjourned NOE Scheme Meeting in person should produce at the Adjourned NOE Scheme Meeting a duplicate copy of the Notice of Claim for Voting Purposes that was duly completed on their behalf, evidence of personal identity (for example, a passport, driving license or other picture identification) and, in the case of a corporation attending by a duly authorised representative, evidence of corporate authority (for example, a valid power of attorney and/or board minutes).

The implementation of the NOE Scheme will be subject to the satisfaction of the conditions set out in Part 1 of the NOE Scheme.

The NOE Scheme will be subject to the subsequent approval of the Courts.

Dated 18 March 2021

Mr. Edward Simon Middleton  
Chairman of the Adjourned NOE Scheme Meeting

IN THE HIGH COURT OF  
THE HONG KONG SPECIAL ADMINISTRATIVE REGION  
COURT OF FIRST INSTANCE  
MISCELLANEOUS PROCEEDINGS NO. 2237 OF 2020

In the Matter of

SOUND AGENTS LIMITED

and

In the Matter of

SECTIONS 670, 671, 673 AND 674 OF THE COMPANIES ORDINANCE  
(CAP. 622 OF THE LAWS OF HONG KONG)

NOTICE OF ADJOURNED SA SCHEME MEETING

Terms used in this Notice have the same meanings as in the Combined Explanatory Statement and the SA Scheme relating to the proposed scheme of arrangement between Sound Agents Limited and the SA Scheme Creditors under sections 670, 671, 673 and 674 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong).

By an Order dated 26 January 2021 made by the Court in the above matter, the Court has directed that meetings of the SA Scheme Creditors (as adjourned from 18 January 2021) (the “**Adjourned SA Scheme Meeting**”) be reconvened on 16 April, 2021 and that at least 28 days’ notice be given of the same.

Accordingly, NOTICE IS HEREBY GIVEN that the Adjourned SA Scheme Meeting will be held at 11:30 a.m. (Hong Kong time) on Friday, 16 April 2021 at Room 2203, 22/F, Tower I, Admiralty Centre, 18 Harcourt Road, Hong Kong. All SA Scheme Creditors are entitled (but not obligated) to attend the Adjourned SA Scheme Meeting at such place and time either in person, by a fully authorised representative (if a corporation) or by proxy.

For the avoidance of doubt, for those SA Scheme Creditors who had previously completed and submitted their Notice of Claim for Voting Purposes and proxy forms for the purpose of the SA Scheme Meeting which was held on 18 January 2021, those documents remain valid for the purpose of the Adjourned SA Scheme Meeting unless the Chairman of the Adjourned SA Scheme Meeting is otherwise notified.

The SA Scheme Creditors may vote in person at the Adjourned SA Scheme Meeting or they may appoint another person, whether a SA Scheme Creditor or not, as their proxy to attend and vote in their stead. A corporate SA Scheme Creditor may also appoint a representative to attend and vote at the Adjourned SA Scheme Meeting.

If person(s) appointed in the proxy forms submitted for the purpose of the SA Scheme Meeting which was held on 18 January 2021 is/are not available to attend and vote in the Adjourned SA Scheme Meeting, it is requested that forms appointing proxies, together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof, be lodged at the office of Alvarez & Marsal Asia Limited at Rooms 405-7, 4/F, St. George’s Building, 2 Ice House Street, Central, Hong Kong for the attention of Mr. Edward Simon Middleton / Ms. Yeung Ka Man, the Chairman of the Adjourned SA Scheme Meeting, no later than two (2) business days before the Adjourned SA Scheme Meeting, that is, not later than 11:30 a.m. (Hong Kong time) on Wednesday, 14 April 2021.

Completion and return of the forms appointing proxies will not preclude the SA Scheme Creditor signing the said form from attending and voting at the Adjourned SA Scheme Meeting in person, but in such event the form of proxy will be deemed to have been revoked. Any SA Scheme Creditor that wishes to attend the Adjourned SA Scheme Meeting in person should produce at the Adjourned SA Scheme Meeting a duplicate copy of the Notice of Claim for Voting Purposes that was duly completed on their behalf, evidence of personal identity (for example, a passport, driving license or other picture identification) and, in the case of a corporation attending by a duly authorised representative, evidence of corporate authority (for example, a valid power of attorney and/or board minutes).

The implementation of the SA Scheme will be subject to the satisfaction of the conditions set out in Part 1 of the SA Scheme.

The SA Scheme will be subject to the subsequent approval of the Hong Kong Court.

Dated 18 March 2021

Mr. Edward Simon Middleton  
Chairman of the Adjourned SA Scheme Meeting