

IN THE HIGH COURT OF THE  
HONG KONG SPECIAL ADMINISTRATIVE REGION  
COURT OF FIRST INSTANCE  
MISCELLANEOUS PROCEEDINGS NO. 397 OF 2023

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IN THE MATTER OF  
CHINA BEIDAHUANG INDUSTRY GROUP HOLDINGS LIMITED  
(中國北大荒產業集團控股有限公司)  
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)

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NOTICE OF SCHEME MEETING

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Unless otherwise specified, terms used in this Notice have the same meanings as in the Explanatory Statement and the Scheme relating to the proposed scheme of arrangement between China Beidahuang Industry Group Holdings Limited (the “**Company**”) and the Creditors under Section 670 of the Companies Ordinance (Cap. 622).

NOTICE IS HEREBY GIVEN that, by an Order dated 18 August 2023 (the “**Court Order**”) made by the High Court of the Hong Kong Special Administrative Region (“**Court**”) in the above matter, the Court has granted leave to convene a Scheme Meeting (the “**Scheme Meeting**”) of the Creditors of the Company for the purpose of considering and, if thought fit, approving (with or without modification or condition approved and imposed by the Court) the Scheme proposed to be made between the Company and the Creditors pursuant to Sections 670, 671, 673 and 674 of the Companies Ordinance (Cap. 622).

The Scheme Meeting will be held at 2:00 p.m. (Hong Kong time) on 20 November 2023 at 5/F, United Centre, 95 Queensway, Admiralty, Hong Kong, with any adjournment as may be appropriate. All Creditors are entitled (but not obligated) to attend the Scheme Meeting at such place and time either in person (or, if a corporation, by a duly authorised representative) or by proxy.

By the Court Order, the Court has appointed Mr. Jiang Jiancheng, or failing him, one of the directors of the Company, to act as chairman of the Scheme Meeting and to report the result thereof to the Court. As Mr. Jiang Jiancheng is unavailable, another director will take his place and Mr. Yang Yunguang, an independent non-executive director of the Company, shall act as chairman of the Scheme Meeting and report the result thereof to the Court.

A copy of the Scheme and a copy of the Explanatory Statement required to be furnished pursuant to Section 671 of the Companies Ordinance (Cap. 622) are incorporated in the Scheme Document of which this Notice forms part. The Scheme Document together with the Form of Proxy, a Notice of Claim for Voting Purpose and a Notice of Claim for Dividend Purpose have been posted to the registered or last known addresses of the Creditors in the books and records of the Company.

The Scheme Document together with the Form of Proxy, a Notice of Claim for Voting Purpose and a Notice of Claim for Dividend Purpose can also be obtained free of charge by any Creditor between the hours of 10:00 a.m. and 4:00 p.m. on weekdays (excluding public holidays in Hong Kong) prior to the day appointed for the Scheme Meeting at Unit E, 30/F, Block B, Billion Centre, Kowloon Bay and are available for download at <http://www.irasia.com/listco/hk/chinabeidahuang>.

Creditors who intend to attend and vote at the Scheme Meeting must sign and return the Notice of Claim for Voting Purpose to Unit E, 30/F, Block B, Billion Centre, Kowloon Bay (attention: Mr. Benny Lai Yubin), no later than 2:00 p.m. (Hong Kong time) on 10 November 2023 (i.e. ten (10) days before the date of the Scheme Meeting).

The Creditors may vote in person at the Scheme Meeting or they may appoint another person, whether a Creditor or not, as their proxy to attend and vote in their stead. A corporate Creditor may also appoint a representative to attend and vote at the Scheme Meeting. A Form of Proxy is included in Appendix 4 of the Scheme Document and can be obtained at Unit E, 30/F, Block B, Billion Centre, Kowloon Bay during usual business hours as stated above. The Form of Proxy must be delivered to Unit E, 30/F, Block B, Billion Centre, Kowloon Bay (attention: Mr. Benny Lai Yubin), no later than 2:00 p.m. (Hong Kong time) on 16 November 2023 (i.e. two (2) business days before the date of the Scheme Meeting).

Completion and return of the Form of Proxy by a Creditor will not preclude the Creditor from attending and voting in person at the Scheme Meeting, but in such event the Form of Proxy will be deemed to have been revoked.

The Scheme will be subject to subsequent approval and sanction of the Court and to the fulfilment of the conditions set out in Section 3 of the Explanatory Statement.

Dated 27 October 2023

Yang Yunguang  
Chairman of the Scheme Meeting