

## LEGAL NOTICE

### IN THE MATTER OF THE COMPANIES ACT 1981

and

### IN THE MATTER OF CHINA YUANBANG PROPERTY HOLDINGS LIMITED

NOTICE IS HEREBY GIVEN, pursuant to Section 46(2)(a) of the Companies Act 1981, that China Yuanbang Property Holdings Limited (the “**Company**”) proposes that with effect from 29 October 2019 (the “**Proposed Capital Reorganisation Effective Date**”):

- (i) the issued and paid-up share capital of the Company be reduced (the “**Capital Reduction**”) from HK\$138,800,000 divided into 69,400,000 shares with a par value of HK\$2.00 each, to HK\$6,940,000 divided into 69,400,000 shares with a par value of HK\$0.10 each, by the cancellation of the paid-up share capital of the Company to the extent of HK\$1.90 on each of the shares with a par value of HK\$2.00 in issue on the Proposed Capital Reorganisation Effective Date so that each issued share with a par value of HK\$2.00 shall be treated as one (1) fully paid share with a par value of HK\$0.10 as at the Proposed Capital Reorganisation Effective Date, and any liability of the holder of such shares to make any further contribution to the share capital of the Company on each such share shall be treated as satisfied;
- (ii) subject to and forthwith upon the Capital Reduction taking effect, all of the authorised but unissued shares with a par value of HK\$2.00 each in the share capital of the Company (which shall include, without limitation, the authorised but unissued share capital resulting from the Capital Reduction) be cancelled and the authorised share capital of the Company of HK\$600,000,000 be diminished by HK\$593,060,000 representing the amount of shares so cancelled, and forthwith upon the Authorised Capital Diminution, the authorised share capital of the Company be increased from HK\$6,940,000 to HK\$60,000,000 by the creation of 530,600,000 shares with a par value of HK\$0.10 each;
- (iii) subject to and forthwith upon the Capital Reduction taking effect, the credit arising from the Capital Reduction in the sum of HK\$131,860,000 be credited to the contributed surplus account of the Company; and
- (iv) the Directors of the Company be authorised to utilise any credit balance in the contributed surplus account of the Company in accordance with the Bye-laws of the Company and all applicable laws.

Dated this 7th day of October 2019, at Hamilton, Bermuda

CONYERS DILL & PEARMAN LIMITED

Attorneys for the Company