

№ 24067331
05.02.2025

АКЦИОНЕРНОЕ ОБЩЕСТВО "ВСС
Invest" - дочерняя организация АО
"БанкЦентрКредит"

Сведения

Тема:

Предложение об обмене

Дублирования по почте и факсимильным сообщением не будет

АО "Центральный депозитарий ценных бумаг" сообщает о получении SWIFT-сообщения от CLEARSTREAM BANKING AG, FRANKFURT относительно корпоративного действия "Предложение об обмене" ЮРИДИЧЕСКОЕ ЛИЦО SHIMAO GROUP HOLDINGS LIMITED, ISIN XS1637274124.

Одновременно доводим до сведения о перевыставлении стоимости инструкции, согласно тарифам учетной организации в качестве сбора в возмещение расходов Центрального депозитария.

При возникновении вопросов, просим обращаться по следующим телефонам +7 (727) 262 08 46, 355 47 60 (внутр. 335, 494, 342, 343).

Вся необходимая информация указана в swift сообщении ниже.

:16R:GENL
:28E:00002/LAST
:20C::CORP//AC20459015
:20C::SEME//0000801288585S-2
:23G:REPL
:22F::CAEV//EXOF
:16R:LINK
:22F::LINK//WITH
:13A::LINK//568
:20C::PREV//0000801288585S-1
:16S:LINK
:16S:GENL
:16R:USECU
:97A::SAFE//64346
:35B:ISIN XS1637274124
/XS/163727412

USD 4,75 SHIMAO GROUP HD (REGS) 17-2999

:16S:USECU

:16R:ADDINFO

:70E::ADTX//WILL BE SUBJECT TO REALLOCATION AS SET FORTH IN SECTION 8.5 OF THE EXPLANATORY STATEMENT.

.
ACCRUED AND UNPAID INTEREST PERIOD:

.
UP TO BUT EXCLUDING 31 DECEMBER 2023.

.
CONSENT FEES:

:70E::ADTX//.

SCHEME CREDITORS WHO ACCEDED TO THE CSA PRIOR TO THE APPLICABLE CONSENT FEE DEADL

:70E::ADTX//INE (BEING EITHER THE EARLY CONSENT FEE DEADLINE OR THE BASE CONSENT FEE DEADLINE) MAY ALSO BE ELIGIBLE TO RECEIVE THE APPLICABLE CONSENT FEE (BEING EITHER THE EARLY CONSENT FEE OR THE BASE CONSENT FEE, BUT NOT BOTH) ON THE TERMS AND CONDITIONS SET OUT IN THE CSA.

.
:70E::ADTX//THE EARLY CONSENT FEE DEADLINE IS 5:00 P.M. HONG KONG TIME ON 29 NOVEMBER 2024 AN

:70E::ADTX//D THE BASE CONSENT FEE DEADLINE IS 5:00 P.M. HONG KONG TIME ON 10 DECEMBER 2024. EACH OF THE EARLY CONSENT FEE AND THE BASE CONSENT FEE CONSISTS OF A CASH COMPONENT AND THE SHORT TERM INSTRUMENT (IN THE FORM OF EITHER SHORT TERM NOTES OR SHORT TERM LOAN AT SUCH SCHEME CREDITOR S ELECTION). WITH RESPECT TO THE PART

:70E::ADTX//OF THE CONSENT FEE IN THE FORM O

:70E::ADTX//F

THE SHORT TERM INSTRUMENT, (I) SCHEME CREDITORS WHO ELECT IN THEIR ELECTION FORM TO RECEIVE NEW NOTES AS SCHEME CREDITORS ELECTION ARE

ONLY ENTITLED TO RECEIVE SHORT TERM NOTES, (II) SCHEME CREDITORS WHO ELECT IN THEIR ELECTION FORM TO RECEIVE NEW LOANS AS SCHEME CREDITORS ELECTION ARE ONLY :70E::ADTX//ENTITLED TO RECEIVE SHORT TERM LOAN, AND (III) SCHEME :70E::ADTX//CREDITORS WHO DO NOT ELECT TO RECEIVE NEW NOTES OR NEW LOANS OR OTHERWISE FAIL TO VALIDLY SUBMIT ITS NON-BINDING ELECTION FOR THE SHORT TERM INSTRUMENT COMPONENT OF THE CONSENT FEE ACCORDING TO THE INSTRUCTIONS IN THIS EXPLANATORY STATEMENT AND THE SOLICITATION PACKET BEFORE THE RECORD TIME, WILL :70E::ADTX//BE ALLOCATED EITHER THE SHORT TERM NOTES OR THE SH :70E::ADTX//ORT TERM LOAN AT THE COMPANY S SOLE DISCRETION WITH RESPECT TO ITS ENTITLEMENT TO THE SHORT TERM INSTRUMENT COMPONENT OF THE CONSENT FEE, IF ANY.

.
HPT EVENT:

.
(A)ON THE RESTRUCTURING EFFECTIVE DATE, (A) ALL RESIDUAL SCHEME :70E::ADTX//CONSIDERATION (INCLUDING THE BLOCKED SCHEME CONSIDERATION) AND ALL RESIDUAL CONSENT FEE AND (B) RESERVED SCHEME CONSIDERATIO :70E::ADTX//N (AS DEFINED IN THE SCHEME) ON TRUST FOR THE SCHEME CREDITORS AFFECTED BY THE ADJUSTMENT DISTRIBUTION (AS DEFINED IN THE SCHEME) (IF ANY) SHALL, ON THE COMPANY S INSTRUCTIONS, BE TRANSFERRED TO THE CASH AND/OR SECURITIES ACCOUNTS DESIGNATED BY THE HOLDING PERIOD TRUSTEE OR OTHERWISE ALLOCATED TO :70E::ADTX//THE HOLDING PERIOD TRUSTEE. ON AND FROM THE RESTRUC :70E::ADTX//TURING EFFECTIVE DATE, THE HOLDING PERIOD TRUSTEE

SHALL HOLD SUCH ASSETS ON TRUST FOR THE RESIDUAL CREDITORS AND BLOCKED SCHEME CREDITORS (WITH RESPECT TO THE RESIDUAL SCHEME CONSIDERATION AND (IF ANY) THE RESIDUAL CONSENT FEE), AND FOR THE POST-RECORD TIME DISPUTING CREDITOR (WITH RESPECT TO THE RESERVED SCHEME CONSIDERATION),
:70E::ADTX//IN ACCORDANCE WITH
:70E::ADTX//THE HOLDING PERIOD TRUST DEED.

(B) ON OR AROUND THE HOLDING PERIOD EXPIRY DATE, ANY RESIDUAL NEW DEBT INSTRUMENTS SHALL BE CANCELLED AND ANY RESIDUAL CASH AMOUNTS HELD BY THE HOLDING PERIOD TRUSTEE SHALL BE TRANSFERRED TO THE COMPANY IN ACCORDANCE WITH THE TERMS OF THE HOLDING PERIOD TRUST DEED.

:70E::ADTX//(C) IF A RESIDUAL CREDITOR (INCLUDING A BLOCKED SC
:70E::ADTX//HEME CREDITOR) FAILS TO ESTABLISH ITS ENTITLEMENT TO THE TRUST ASSETS IN ACCORDANCE WITH THE TERMS OF THE HOLDING PERIOD TRUST DEED PRIOR TO THE BAR TIME, THAT RESIDUAL CREDITOR S RIGHTS TO DISTRIBUTIONS OF THE RESTRUCTURING CONSIDERATION UNDER THE SCHEME SHALL BE EXTINGUISHED AND THAT RESIDUAL
:70E::ADTX//CREDITOR SHALL NOT BE ENTITLED TO RECEIVE ANY REST
:70E::ADTX//RUCTURING CONSIDERATION UNDER THE SCHEME.

(D) IF A BLOCKED SCHEME CREDITOR FAILS TO ESTABLISH ITS ENTITLEMENT TO THE BLOCKED TRUST ASSETS IN ACCORDANCE WITH THE TERMS OF THE HOLDING PERIOD TRUST DEED AT OR PRIOR TO THE BAR TIME, INCLUDING BY FAILING TO SUBMIT A VALIDLY COMPLETED BLOCKED SCHEME CREDITOR
:70E::ADTX//FORM TO THE HOLDING PERIOD TRUSTEE, TOGETHER
:70E::ADTX//WITH SUPPORTING EVIDENCE, SUCH THAT THEY ARE RECEIVED AND

ACCEPTED BY THE HOLDING PERIOD
TRUSTEE BY THE BAR TIME, THAT
BLOCKED SCHEME CREDITOR S RIGHTS TO
DISTRIBUTIONS OF RESTRUCTURING
CONSIDERATION UNDER THE SCHEME
SHALL BE EXTINGUISHED AND THAT
BLOCKED SCHEME CREDITOR SHALL NOT
BE ENTITLED TO RECEIVE ANY
:70E::ADTX//RESTRUCTURING CONSIDERATION UNDER
THE SC

:70E::ADTX//HEME (INCLUDING, FOR THE
AVOIDANCE OF DOUBT, FROM THE
BLOCKED TRUST ASSETS AND ON THE
LIFTING OF APPLICABLE SANCTIONS

.

6. DOCUMENTATION

DOCUMENTATION IS ONLY AVAILABLE ON
:70E::ADTX//THE AGENT S WEBSITE (PLEASE REFER
TO THE RELEVANT WEBB FIELD)

.

:70E::ADTX//PARTICIPANTS ARE REQUESTED TO
VERIFY IN ADVANCE THEIR ACCOUNT
SETUP ELIGIBILITY TO RECEIVE
UNDERLYING PROCEEDS FOR A CORPORATE
ACTION EVENT. IF ACCOUNT SETUP
RESTRICTIONS DO NOT PERMIT THE
CREDIT OF UNDERLYING PROCEEDS (FOR
EXAMPLE, DUE TO TAX OR MARKET
RESTRICTIONS), PARTICIPANTS MUST
ENSURE TO SYSTEMATICALLY PROVIDE
:70E::ADTX//DELIVERY DETAILS OUTSIDE CLEA
:70E::ADTX//RSTREAM IN THEIR RESPECTIVE
INSTRUCTION

:70E::COMP//RESTRICTIONS:
RESTRICTIONS APPLY INCLUDING IN
UNITED STATES, EUROPEAN ECONOMIC
AREA, UNITED KINGDOM, HONG KONG,
PRC, SINGAPORE, CAYMAN ISLANDS,
BRITISH VIRGIN ISLANDS
PLEASE CAREFULLY READ TO THE OFFER
AND DISTRIBUTION RESTRICTIONS,
PAGES 14 to 21 OF THE EXPLANATORY

STATEMENT IN RELATION TO A SCHEME
:70E::COMP//OF ARRANGEMENT
:70E::DISC//THIS SUMMARY DOES NOT CONSTITUTE A
LEGALLY BINDING DESCRIPTION OF THE
CHOICES OFFERED TO CLEARSTREAM
CUSTOMERS AND CANNOT BE RELIED UPON
AS SUCH. KINDLY REFER TO ANY
OFFERING DOCUMENTS THAT MAY BE
AVAILABLE FROM THE ISSUER FOR
COMPLETE DETAILS AND OFFERING
TERMS. CLEARSTREAM CUSTOMERS MAY
WISH TO SEEK INDEPENDENT LEGAL AND
:70E::DISC//TAX ADVICE ON THE INTE
:70E::DISC//RPRETATION OF
THE OFFER. CLEARSTREAM CUSTOMERS
ARE DEEMED TO UNDERSTAND THE OFFER
AND TO INSTRUCT CLEARSTREAM
ACCORDINGLY. THIS NOTIFICATION CAN
NOT BE REPRODUCED OR TRANSMITTED IN
ANY FORM OR BY ANY MEANS, IF
NEITHER YOU NOR THE ADDRESSEE IS
ENTITLED TO PARTICIPATE IN THE
RELEVANT CORPORATE ACTION. YOU
:70E::DISC//SHALL BEAR SOLE RESPONSIBILITY FOR
ANY AND
:70E::DISC//ALL HARMFUL CONSEQUENCES,
LOSSES OR DAMAGES, WHICH MAY BE
SUFFERED FOR ANY REASON BY
YOURSELVES, THE ADDRESSEE, THIRD
PARTIES OR CLEARSTREAM BY
REPRODUCING OR TRANSMITTING THE
NOTIFICATION.
IN CASE THE CLIENT INSTRUCTION IS
NOT CORRECTLY FORMATTED,
CLEARSTREAM WILL ATTEMPT TO REPAIR
:70E::DISC//THE INSTRUCTION ON BEST EFFORT
BASIS WITHOUT TAKING LIABILITY FO
:70E::DISC//R
THE CORRECTNESS OF THE INFORMATION
AND CLEARSTREAM CANNOT BE HELD
LIABLE IN CASE OF DAMAGE RESULTING
FROM THIS ACTION.
:70E::PACO//ATTENTION: SECURITIES ADM/CORPORATE
ACTIONS/REORG
:70E::PACO//Audrey WINTZER INTERNATIONAL CORP
ACT LUXEMBOURG PHONE: +352 24 33
6929

:70E::DISC//PLEASE FIND FURTHER INFORMATION
ABOUT DATA PROTECTION ON OUR
WEBSITE:

<https://www.clearstream.com/clearstream-en/about-clearstream/duediligence/gdpr/dataprotection>

:16S:ADDINFO

№ 24067369
05.02.2025

АКЦИОНЕРНОЕ ОБЩЕСТВО "ВСС
Invest" - дочерняя организация АО
"БанкЦентрКредит"

Сведения

Тема:

Предложение об обмене

Дублирования по почте и факсимильным сообщением не будет

АО "Центральный депозитарий ценных бумаг" сообщает о получении SWIFT-сообщения от CLEARSTREAM BANKING AG, FRANKFURT относительно корпоративного действия "Предложение об обмене" ЮРИДИЧЕСКОЕ ЛИЦО SHIMAO GROUP HOLDINGS LIMITED, ISIN XS1637274124.

Одновременно доводим до сведения о перевыставлении стоимости инструкции, согласно тарифам учетной организации в качестве сбора в возмещение расходов Центрального депозитария.

При возникновении вопросов, просим обращаться по следующим телефонам +7 (727) 262 08 46, 355 47 60 (внутр. 335, 494, 342, 343).

Вся необходимая информация указана в swift сообщении ниже.

:16R:GENL

:20C::CORP//AC20459015

:20C::SEME//000000801288585S

:23G:REPL

:22F::CAEV//EXOF

:22F::CAMV//VOLU

:98C::PREP//20250205082751

:25D::PROC//PREC

:16R:LINK

:13A::LINK//564

:20C::PREV//000000800774440S

:16S:LINK

:16R:LINK

:22F::LINK//WITH

:13A::LINK//568

:20C::CORP//AC20459015

:16S:LINK
:16S:GENL
:16R:USECU
:35B:ISIN XS1637274124
/XS/163727412
USD 4,75 SHIMAO GROUP HD (REGS) 17-
2999
:16R:FIA
:11A::DENO//USD
:36B::MINO//FAMT/1000,
:16S:FIA
:16R:ACCTINFO
:97A::SAFE//64346
:94F::SAFE//CUST/CITIGB2LMAG
:93B::ELIG//FAMT/1200000,
:93B::SETT//FAMT/1200000,
:93B::UNBA//FAMT/1200000,
:93B::INBA//FAMT/0,
:16S:ACCTINFO
:16S:USECU
:16R:CADETL
:98A::ANOU//20250203
:22F::ESTA//SUAP
:70G::WEBB//<https://deals.is.kroll.com/shimaogr>
oup
:16S:CADETL
:16R:CAOPTN
:13A::CAON//001
:22F::CAOP//CEXC
:22F::OPTF//BOIS
:22F::CETI//FULL
:17B::DFLT//N
:98C::MKDT//20250214160000
:98C::RDDT//20250213150000
:98C::BORD//20250213150000
:98B::BLOK//PAYD
:69A::PWAL//20250203/20250214
:36B::MIEX//FAMT/1000,
:36B::MILT//FAMT/1000,
:16R:SECMOVE
:22H::CRDB//DEBT
:35B:ISIN XS1637274124
/XS/163727412
USD 4,75 SHIMAO GROUP HD (REGS) 17-
2999
:94F::SAFE//CUST/CITIGB2LMAG
:98B::PAYD//UKWN

:16S:SECMOVE
:16R:SECMOVE
:22H::CRDB//CRED
:35B:/XS/022555251
SHS TECHNICAL CODE FOR UNKNOWN PROC
EEDS ORD R
:16R:FIA
:36B::MINO//UNIT/1,
:16S:FIA
:94F::SAFE//NCSD/CEDELULLXXX
:92K::NEWO//UKWN
:98B::PAYD//UKWN
:16S:SECMOVE
:16R:CASHMOVE
:22H::CRDB//CRED
:97A::CASH//64346
:98B::PAYD//UKWN
:98B::VALU//UKWN
:90E::OFFR//UKWN
:16S:CASHMOVE
:70E::INCO//EXCHANGE AND VOTE IN FAVOUR (FOR NO
TEHOLDERS WHO HAVE ACCEDED TO THE C
SA BEFORE THE EARLY CONSENT FEE DEA
DLINE / BASE CONSENT FEE DEADLINE)
:16S:CAOPTN
:16R:CAOPTN
:13A::CAON//002
:22F::CAOP//CEXC
:22F::OPTF//BOIS
:22F::CETI//FULL
:17B::DFLT//N
:98C::MKDT//20250214160000
:98C::RDDT//20250214150000
:98C::BORD//20250213150000
:98B::BLOK//PAYD
:69A::PWAL//20250203/20250214
:36B::MIEX//FAMT/1000,
:36B::MILT//FAMT/1000,
:16R:SECMOVE
:22H::CRDB//DEBT
:35B:ISIN XS1637274124
/XS/163727412
USD 4,75 SHIMAO GROUP HD (REGS) 17-
2999
:94F::SAFE//CUST/CITIGB2LMAG
:98B::PAYD//UKWN
:16S:SECMOVE

:16R:SECMOVE
:22H::CRDB//CRED
:35B:/XS/022555251
SHS TECHNICAL CODE FOR UNKNOWN PROC
EEDS ORD R
:16R:FIA
:36B::MINO//UNIT/1,
:16S:FIA
:94F::SAFE//NCSD/CEDELULLXXX
:92K::NEWO//UKWN
:98B::PAYD//UKWN
:16S:SECMOVE
:70E::INCO//EXCHANGE AND VOTE IN FAVOUR (FOR NO
TEHOLDERS WHO HAVE NOT ACCEDED TO T
HE RSA BEFORE THE CONSENT FEE DEADL
INE)
:16S:CAOPTN
:16R:CAOPTN
:13A::CAON//003
:22F::CAOP//SECU
:22F::OPTF//BOIS
:22F::CETI//FULL
:17B::DFLT//N
:98C::MKDT//20250214160000
:98C::RDDT//20250214150000
:98C::BORD//20250213150000
:98B::BLOK//PAYD
:69A::PWAL//20250203/20250214
:36B::MIEX//FAMT/1000,
:36B::MILT//FAMT/1000,
:16R:SECMOVE
:22H::CRDB//DEBT
:35B:ISIN XS1637274124
/XS/163727412
USD 4,75 SHIMAO GROUP HD (REGS) 17-
2999
:94F::SAFE//CUST/CITIGB2LMAG
:98B::PAYD//UKWN
:16S:SECMOVE
:16R:SECMOVE
:22H::CRDB//CRED
:35B:/XS/022555251
SHS TECHNICAL CODE FOR UNKNOWN PROC
EEDS ORD R
:16R:FIA
:36B::MINO//UNIT/1,
:16S:FIA

:94F::SAFE//NCSD/CEDELULLXXX
:92K::NEWO//UKWN
:98B::PAYD//UKWN
:16S:SECMOVE
:70E::INCO//VOTE AGAINST / EXCHANGE IF APPLICABLE
LE
:16S:CAOPTN
:16R:CAOPTN
:13A::CAON//004
:22F::CAOP//SECU
:22F::OPTF//BOIS
:22F::CETI//FULL
:17B::DFLT//N
:98C::MKDT//20250214160000
:98C::RDDT//20250214150000
:98C::BORD//20250213150000
:98B::BLOK//PAYD
:69A::PWAL//20250203/20250214
:36B::MIEX//FAMT/1000,
:36B::MILT//FAMT/1000,
:16R:SECMOVE
:22H::CRDB//DEBT
:35B:ISIN XS1637274124
/XS/163727412
USD 4,75 SHIMAO GROUP HD (REGS) 17-
2999
:94F::SAFE//CUST/CITIGB2LMAG
:98B::PAYD//UKWN
:16S:SECMOVE
:16R:SECMOVE
:22H::CRDB//CRED
:35B:/XS/022555251
SHS TECHNICAL CODE FOR UNKNOWN PROCEDURES
EEDS ORD R
:16R:FIA
:36B::MINO//UNIT/1,
:16S:FIA
:94F::SAFE//NCSD/CEDELULLXXX
:92K::NEWO//UKWN
:98B::PAYD//UKWN
:16S:SECMOVE
:70E::INCO//ABSTAIN FROM VOTING / EXCHANGE IF APPLICABLE
PPLICABLE
:16S:CAOPTN
:16R:CAOPTN
:13A::CAON//005
:22F::CAOP//SECU

:22F::OPTF//BOIS
:22F::CETI//FULL
:17B::DFLT//N
:98C::MKDT//20250214160000
:98C::RDDT//20250214150000
:98C::BORD//20250213150000
:98B::BLOK//PAYD
:69A::PWAL//20250203/20250214
:36B::MIEX//FAMT/1000,
:36B::MILT//FAMT/1000,
:16R:SECMOVE
:22H::CRDB//DEBT
:35B:ISIN XS1637274124
/XS/163727412
USD 4,75 SHIMAO GROUP HD (REGS) 17-
2999
:94F::SAFE//CUST/CITIGB2LMAG
:98B::PAYD//UKWN
:16S:SECMOVE
:16R:SECMOVE
:22H::CRDB//CRED
:35B:/XS/022555251
SHS TECHNICAL CODE FOR UNKNOWN PROC
EEDS ORD R
:16R:FIA
:36B::MINO//UNIT/1,
:16S:FIA
:94F::SAFE//NCSD/CEDELULLXXX
:92K::NEWO//UKWN
:98B::PAYD//UKWN
:16S:SECMOVE
:70E::INCO//ATTEND IN PERSON OR APPOINT PROXY /
EXCHANGE IF APPLICABLE
:16S:CAOPTN
:16R:CAOPTN
:13A::CAON//006
:22F::CAOP//NOAC
:17B::DFLT//Y
:70E::ADTX//NARRATIVE PRESENT IN INSTRUCTION BL
OCK (:16R:CAINST :16S:CAINST) AND/O
R ADDITIONAL INFORMATION BLOCK OF M
T 565 (:16R:ADDINFO :16S:ADDINFO) W
ILL BE DISREGARDED. CLEARSTREAM WIL
L NOT VALIDATE ANY OF THE INFORMATI
ON IN THESE BLOCKS.
:16S:CAOPTN
:16R:ADDINFO

:70E::ADTX//++ EVENT DETAILS ++
:70E::ADTX//FREE FORMAT MESSAGES,UNSOLICITED
INSTRUCTION and INCORRECTLY
FORMATTED MT565 DEADLINE IS 4
BUSINESS HOURS PRIOR TO DEADLINE
STATED IN DEDICATED FORMATTED FIELD
.:98C::EARD// AND/OR :98C::RDDT//.

:70E::ADTX//++ ADDITIONAL INFORMATION ++

.
+++UPDATE 05FEB25+++

.
A NEW NOTICE TO SCHEME CREDITORS
CONFIRMING THE CUSTODY INSTRUCTION
DEADLINE IS AVAILABLE ON THE AGENT
S WEBSITE (PLEASE REFER TO THE
RELEVANT WEBB FIELD)

.
:70E::ADTX//+++UPDATE 04FEB25+++

.
FOR CLARIFICATION, PLEASE NOTE THAT
AS PER THE AGENT ALL THE SCHEME
PROCEEDS WILL BE CLEARSTREAM
ELIGIBLE, APART FROM THE LOANS
(I.E. SHORT TER

:70E::ADTX//M LOANS AND LONG
TERM LOANS) WHICH WILL BE DELIVERED
OUTSIDE OF THE CLEARING SYSTEMS.

.
+++ORIGINAL NOTIFICATION+++

.

SUMMARY

.
:70E::ADTX//INSTRUCTIONS PER BO: YES
BO DISCLOSURE REQUIRED: YES
PAPERWORK: YES
INSTRUCTION WITHDRAWAL: NO

.

1. EVENT DETAILS

.
NOTICE IS HEREBY GIVEN THAT, BY AN
:70E::ADTX//ORDER D
:70E::ADTX//ATED 16 JANUARY 2025 (THE
CONVENING ORDER) MADE BY THE HONG

KONG COURT, THE HONG KONG COURT HAS DIRECTED THAT A MEETING (THE SCHEME MEETING) BE CONVENED OF THE SCHEME 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 HONG KONG COURT) THE SCHEME.

THE RESTRUCTURING INVOLVES RESTRUCTURING OF THE COMPANY'S EXISTING OFFSHORE INDEBTEDNESS OF THE COMPANY, THE EXISTING SUBSIDIARY OBLIGORS AND THE GROUP UNDER THE EXISTING DEBT, WHICH INCLUDES DEBTS WHEREBY THE COMPANY IS A PRIMARY OBLIGOR (EITHER AN ISSUER OR A BORROWER) OR A GUARANTOR. THE RESTRUCTURING WILL BE IMPLEMENTED BY WAY OF THE SCHEMES AND THE RESTRUCTURING DOCUMENTS. FOR THOSE DEBTS OF THE COMPANY THAT WILL NOT BE RESTRUCTURED BY THE RESTRUCTURING, THE GROUP AND THE CREDITORS WILL ADDRESS THE OUTSTANDING DEBTS BY WAY OF BILATERAL SETTLEMENT NEGOTIATIONS.

THE RESTRUCTURING IS INTENDED TO ALLOW ADEQUATE FINANCIAL FLEXIBILITY AND SUFFICIENT RUNWAY TO STABILISE ITS BUSINESS AND PROTECT THE RIGHTS AND INTERESTS OF ALL STAKEHOLDERS.

THE RESTRUCTURING ENVISAGES THAT, SUBJECT TO THE TERMS OF THE SCHEME, THE SCHEME CREDITORS WILL RELEASE THEIR EXISTING CLAIMS UNDER AND IN CONNECTION WITH THE EXISTING DEBT. IN EXCHANGE FOR SUCH RELEASE, THE SCHEME CREDITORS WILL BE ENTITLED TO RECEIVE THE SCHEME

CONSIDERATION.

. -----
:70E::ADTX//.-----

.
2. EXPECTED TIMEABLE

.
THE CUSTODY INSTRUCTION DEADLINE
WILL BE 11:00 P.M. HONG KONG TIME
ON 14 FEBRUARY 2025.

.
THE RECORD TIME, IS 11:00 P.M. HONG
KONG TIME ON 19 FEBRUARY 2025,
:70E::ADTX//BEING THREE (3) BUSINESS DAYS
BEFORE THE SCHEME MEETING.

.
SCHEME MEETING 24 FEBRUARY 2025
11:00 AM

.
SCHEME CONSIDERATION ELECTION
DEADLINE (11:
:70E::ADTX//00 P.M. ON THE DATE
FALLING FIVE (5) BUSINESS DAYS
AFTER THE DATE OF THE SCHEME
MEETING)

.
THE SANCTION HEARING BEFORE THE
COURT TO DETERMINE WHETHER OR NOT
THE SCHEME WILL BE SANCTIONED IS
PRESENTLY SCHEDULED TO TAKE PLACE
ON 13 MARCH 2025 AT THE HIGH COURT
:70E::ADTX//OF HONG KONG, HIGH COURT BUILDING,
38 QUEENSWAY, HONG KONG, WITH THE
EXACT TIME AND LOCAT
:70E::ADTX//ION TO BE
NOTIFIED BY THE COURT REGISTRY.

.
SCHEME EFFECTIVE DATE: THE FIRST
DATE ON WHICH ALL OF THE SCHEME
CONDITIONS HAVE BEEN SATISFIED, AS
NOTIFIED IN THE SCHEME EFFECTIVE
NOTICE

.
RESTRUCTURING EFFECTIVE DATE: THE
:70E::ADTX//DATE PUBLICLY ANNOUNCED BY THE
COMPANY TO BE THE RESTRUCTURING
EFFECTIVE DATE, WHICH DATE SHALL
ONLY OCCUR ON OR AFTER THE DATE O

:70E::ADTX//N

WHICH THE RESTRUCTURING CONDITIONS
HAVE BEEN SATISFIED OR, TO THE
EXTENT PERMISSIBLE, WAIVED, WHICH
SHALL BE ON OR PRIOR TO THE
LONG-STOP DATE.

.
LONGSTOP DATE: 29 AUGUST 2025 OR
SUCH LATER DATE AND TIME AS AGREED
BY THE COMPANY ON ONE HAND AND THE
:70E::ADTX//MAJORITY SCHEME CREDITORS ON THE
OTHER.

.
BAR TIME: 5:00 P.M. HONG KONG TIME
ON THE DATE WHICH

:70E::ADTX//IS 140 CALENDAR
DAYS AFTER THE RESTRUCTURING
EFFECTIVE DATE (OR, IF SUCH DATE IS
NOT A BUSINESS DAY, THE NEXT
BUSINESS DAY AFTER THAT DATE).

.
HOLDING PERIOD DISTRIBUTION DATE:
THE DATE FALLING 182 DAYS AFTER THE
:16S:ADDINFO

№ 24067318
05.02.2025

АКЦИОНЕРНОЕ ОБЩЕСТВО "ВСС
Invest" - дочерняя организация АО
"БанкЦентрКредит"

Сведения

Тема:

Предложение об обмене

Дублирования по почте и факсимильным сообщением не будет

АО "Центральный депозитарий ценных бумаг" сообщает о получении SWIFT-сообщения от CLEARSTREAM BANKING AG, FRANKFURT относительно корпоративного действия "Предложение об обмене" ЮРИДИЧЕСКОЕ ЛИЦО SHIMAO GROUP HOLDINGS LIMITED, ISIN XS1637274124.

Одновременно доводим до сведения о перевыставлении стоимости инструкции, согласно тарифам учетной организации в качестве сбора в возмещение расходов Центрального депозитария.

При возникновении вопросов, просим обращаться по следующим телефонам +7 (727) 262 08 46, 355 47 60 (внутр. 335, 494, 342, 343).

Вся необходимая информация указана в swift сообщении ниже.

:16R:GENL
:28E:00001/MORE
:20C::CORP//AC20459015
:20C::SEME//0000801288585S-1
:23G:REPL
:22F::CAEV//EXOF
:16R:LINK
:22F::LINK//WITH
:13A::LINK//564
:20C::PREV//000000801288585S
:16S:LINK
:16S:GENL
:16R:USECU
:97A::SAFE//64346
:35B:ISIN XS1637274124
/XS/163727412

USD 4,75 SHIMAO GROUP HD (REGS) 17-2999

:16S:USECU

:16R:ADDINFO

:70E::ADTX//RESTRUCTURING EFFECTIVE DATE (OR IF SUCH DATE IS NOT A BUSINESS DAY, THE NEXT BUSINESS DAY AFTER THAT DATE).

. HOLDING PERIOD EXPIRY DAT

:70E::ADTX//E: THE

DATE WHICH IS EXPECTED TO BE ON THE HOLDING PERIOD DISTRIBUTION DATE OR AS SOON AS REASONABLY PRACTICABLE THEREAFTER.

.

.-----

.

3. SCHEME MEETING

.

:70E::ADTX//THE SCHEME MEETING WILL BE HELD AT THE OFFICES OF SIDLEY AUSTIN AT 39/F, TWO INTERNATIONAL FINANCE CENTRE, 8 FINANCE STREET, CENTRAL, HONG KONG, WITH ANY ADJOURNMENT

:70E::ADTX//AS

MAY BE APPROPRIATE, AT 11:00 A.M. HONG KONG TIME ON 24 FEBRUARY 2025 (OR, IF THE SCHEME MEETING IS POSTPONED, SUCH LATER DATE AND TIME AS NOTIFIED BY THE COMPANY TO SCHEME CREDITORS VIA THE TRANSACTION WEBSITE AND (IF APPLICABLE) THE CLEARING SYSTEMS).

.

:70E::ADTX//SCHEME CREDITORS WILL BE ABLE TO ATTEND THE SCHEME MEETING AND VOTE IN PERSON OR BY AN A

:70E::ADTX//UTHORISED

REPRESENTATIVE (IF A CORPORATION) OR BY PROXY. SCHEME CREDITORS WILL ALSO BE ABLE TO ATTEND THE SCHEME MEETING BY VIDEO CONFERENCE USING CONFERENCING DETAILS AND PASSCODE THAT CAN BE OBTAINED ON REQUEST FROM THE INFORMATION AGENT (IF YOU ARE A SCHEME CREDITOR WHO IS NOT A SANCTIONS-AFFECTED SCHEME

:70E::ADTX//CREDITOR). CONFERENCING DETAILS AND
PA

:70E::ADTX//SSCODE WILL BE PROVIDED AT LEAST
2 BUSINESS DAYS BEFORE THE DAY
APPOINTED FOR THE SCHEME MEETING.

THE CHAIRPERSON MAY REQUIRE SCHEME
CREDITORS ATTENDING THE SCHEME
MEETING BY VIDEO CONFERENCE TO TURN
ON THEIR CAMERAS FOR THE DURATION
OF THE MEETINGS. SCHEME CREDITORS
ATTENDING THE SCHEME MEETING BY
VIDEO CONFERENCE WILL BE ABLE TO

:70E::ADTX//LISTEN TO THE S

:70E::ADTX//HEME MEETING AND TO
ASK QUESTIONS, BUT NOT CAST THEIR
VOTE.

.

.-----

.

4. HOW TO INSTRUCT

.

PLEASE SEND A SWIFT OR XACT MESSAGE
TO PARTICIPATE IN THE OFFER. YOUR
:70E::ADTX//INSTRUCTION MUST INCLUDE YOUR
ACCOUNT NUMBER, ISIN CODE, FULL
CONTACT DETAILS AND AMOUNT TO BE
INSTRUCTED (PLEASE REFER TO THE
ELIGIBLE BALANCE ON YOUR ACCOUNT
:70E::ADTX//).

.

BY SENDING AN INSTRUCTION UNDER
THIS EVENT, CUSTOMERS CONFIRM TO
COMPLY, AND ENSURE COMPLIANCE BY
ANY OF CUSTOMER S UNDERLYING
CLIENTS, WITH ANY APPLICABLE
SANCTIONS, INCLUDING BUT NOT
LIMITED TO THOSE OF THE EUROPEAN
UNION, THE UNITED NATIONS, THE
:70E::ADTX//UNITED STATES, OR THE UNITED
KINGDOM.

.

PLEASE NOTE THAT BENEFICIAL OWNER
DETAILS MUST BE POPULA
:70E::ADTX//TED IN THE
BENODET SEQUENCE FOR SWIFT USERS
(QUALIFIER OWND ONLY) OR BENEFICIAL
OWNER DETAILS FOR XACT USERS

(BENEFICIARY NAME AND ADDRESS
FIELD).

.
FOR OPT 001, PLEASE NOTE THAT THE
UNIQUE INSTRUCTION REFERENCE (UIR)
(12 DIGITS REFERENCE THAT STARTS
:70E::ADTX//WITH 3) PROVIDED BY KROLL DURING
THE CSA TO HOLDERS WHO HAD VALIDLY
SUBMITTED THEIR ACCESSION MUS
:70E::ADTX//T BE
INDICATED IN THE INST SEQUENCE FOR
SWIFT USERS OR CORPORATE ACTIONS
INSTRUCTION NARRATIVE FOR EXACT
USERS.

.
FOR OPTION 005, TO ATTEND MEETING
IN PERSON, FOLLOWING ATTENDEE
DETAILS ARE REQUIRED TO BE
INDICATED IN THE INST SEQUENCE FOR
:70E::ADTX//SWIFT USERS OR CORPORATE ACTIONS
INSTRUCTION NARRATIVE FOR EXACT
USERS: NAME, PASSPORT COUNTRY AND
NUMBER

.
:70E::ADTX//+++IMPORTANT +++ PLEASE NOTE THAT
THE OUTPUT ELECTION OF SCHEME
CONSIDERATION IS MADE THROUGH
PAPERWORK ONLY. PLEASE REFER TO THE
PROCEEDS PART BELOW.

.
IF NOTHING IS MENTIONED IN THE
PAPERWORK HOLDERS WILL RECEIVE
OPTION 3 SCHEME CONSIDERATION:
MANDATORY CONVERTIBLE BONDS. PLEASE
:70E::ADTX//REFER TO THE PROCEEDS PART BELOW.

.
HOLDERS SUBMITTING INSTRUCTIONS
:70E::ADTX//COMPLY WITH THE TERMS AND
CONDITIONS OF THE OFFER

.
NOTE:

BY SUBMITTING YOUR INSTRUCTION
THROUGH CLEARSTREAM YOU HAVE
IRREVOCABLY AND AUTOMATICALLY
ACCEPTED:

(I) THE DISCLOSURE OF YOUR ACCOUNT
DETAILS (AND YOUR UNDERLYING HOLDER

:70E::ADTX//AND,

(II) TO BE BOUND TO THE TERMS AND
CONDITIONS OF THE OFFER,
(III) THE BLOCKING OF YOUR
INSTRUCTED BALANCE.

. 4.1.

:70E::ADTX//INSTRUCTION PER BO

.

OPTION 001, 002, 003, 004, 005: YES

.

4.2. BO REQUIREMENTS

.

OPTION 001, 002, 003, 004, 005:
NAME, EMAIL ADDRESS AND TELEPHONE
NUMBER

.

:70E::ADTX//4.3. PAPERWORK

.

OPTION 001, 002, 003, 004, 005:
ACCOUNT HOLDER LETTER

.

CREDITORS NEED TO SUBMIT THE
ACCOUNT HOLDER LETTER BEFORE THE
RECORD TIME: 11:00 P.M. HONG KONG
TIM

:70E::ADTX//E ON 19FEB25

.

THE ACCOUNT HOLDER LETTER IS ONLY
AVAILABLE VIA THE TRANSACTION
WEBSITE, PLEASE REFER TO THE WEB
FILED

.

PLEASE NOTE THAT THE BLOCKING
REFERENCE NUMBER THAT IS REQUIRED
ON THE ACCOUT HOLDER LETTER IS
AVAILABLE ON THE 567 SENT BY
CLEARSTREAM BANKING LUXEMBOURG ONCE
AN INSTRUCTION HAS BEEN RECORDED:
THE FORMAT IS AS FOLLOWS

.:70E::ADTX

:70E::ADTX////CSTDY FOLLOWED BY 11
DIGITS. IT IS ALSO AVAILABLE ON THE
544 SENT BY CLEARSTREAM IN THE
FOLLOWING FIELD :20C::SEME//CSTDY
FOLLOWED BY 11 DIGITS.

.

FOR ALL ADDITIONAL QUESTIONS PLEASE

REFER TO THE AGENT, CONTACT DETAILS
BELLOW

MU-YEN LO / KEVIN WONG

:70E::ADTX//+852 2281 0114

SHIMAOGROUP(AT)IS.KROLL.COM

.

.-----

.

5. PROCEEDS

. SCH

:70E::ADTX//EME CONSIDERATION:

.

THE AMOUNT OF SCHEME CONSIDERATION
THAT WILL BE ALLOCATED TO A SCHEME
CREDITOR WILL BE ASSESSED BASED ON
THE VALUE OF THAT SCHEME CREDITOR S
ASSESSED DISTRIBUTION SCHEME
CLAIMS, WHICH IS: (I) THE PRINCIPAL
AMOUNT OF EXISTING DEBT OUTSTANDING
AND OWED TO THAT SCHEME CREDITOR AS
:70E::ADTX//AT THE RECORD TIME PLUS (II) ALL
ACCRUED AND UNP

:70E::ADTX//AID INTEREST AT THE
ORIGINAL INTEREST RATE ON SUCH
EXISTING DEBT SUBJECT TO THE
DISPUTED CLAIMS RESOLUTION
PROCEDURES, SUCH ASSESSMENT WILL BE
FINALLY DETERMINED BY THE SCHEME
ADMINISTRATORS (OR THE BLOCKED
SCHEME CREDITORS TABULATION AGENT,
IF APPLICABLE).

.

:70E::ADTX//FOR THE AVOIDANCE OF DOUBT, SCHEME
CREDITORS WILL NOT BE ENTITLED TO

ANY SCHEME CONSIDERATION

:70E::ADTX//RATION BASED ON
ANY DEFAULT INTEREST OR OTHER FEES
AND CHARGES ON EXISTING DEBT UNDER
THE EXISTING FINANCE DOCUMENTS.
EXISTING LENDERS ARE ENTITLED TO
DEFAULT INTEREST RANGING FROM 2PCT
TO 8PCT PER ANNUM UNDER THEIR
APPLICABLE EXISTING FINANCE
DOCUMENTS. THE COMPANY DOES NOT
CONSIDER THE EXCLUSION OF DEFAULT

:70E::ADTX//INTEREST UNFAIRLY IMPACT SUCH
SCHEME

:70E::ADTX//CREDITORS MORE THAN OTHERS WHO ARE ENTITLED TO ANY DEFAULT INTEREST UNDER THE RELEVANT EXISTING FINANCE DOCUMENTS. AS AT THE DATE OF THE EXPLANATORY STATEMENT, ALL OF THE EXISTING LENDERS ENTITLED TO 3PCT OR MORE DEFAULT INTEREST RATE, AND WITH THE MOST SIGNIFICANT PROPORTIONS OF DEFAULT INTEREST ACCRUING, HAVE

:70E::ADTX//ACCEDED TO THE CSA.

. AS A SCHEME CREDITOR, YOU MAY CHOOSE FROM FOUR OPTIONS

.
IF YOU DO NOT MAKE YOUR SCHEME CREDITORS ELECTION ON OR PRIOR TO THE RECORD TIME, YOU WILL BE DEEMED TO HAVE ELECTED OPTION 3 ONLY, AND WILL RECEIVE MANDATORY CONVERTIBLE BONDS IN A PRINCIPAL AMOUNT EQUAL TO THE SUM OF (I) YOUR SCHEME

:70E::ADTX//CREDITOR S PRINCIPAL AMOUNT AND (II) ACCRUED AND UNPAID INTEREST AT THE

:70E::ADTX//ORIGINAL INTEREST RATE THEREON UP TO (BUT EXCLUDING) 31 DECEMBER 2023.

.
IN SUMMARY, THE FOUR OPTIONS ARE:

(A) OPTION 1: SHORT TERM INSTRUMENT IN THE FORM OF EITHER SHORT TERM NOTES OR A SHORT TERM LOAN WITH THE TENOR OF 6 YEARS FROM THE RESTRUCTURING EFFECTIVE DATE,

:70E::ADTX//VARIABLE INTEREST RATE AND THE COMPANY S CERTAIN OPTION TO HAVE INTEREST PAID IN

:70E::ADTX//KIND, TO BE MANDATORILY REPAID ACCORDING TO AMORTISATION SCHEDULE.

(B) OPTION 2: LONG TERM INSTRUMENT IN THE FORM OF EITHER LONG TERM NOTES OR A LONG TERM LOAN WITH THE TENORS FROM 7 TO 8.5 YEARS FROM THE RESTRUCTURING EFFECTIVE DATE (IN THE CASE OF THE LONG TERM NOTES) OR

MANDATORY REPAYMENTS SCHEDULED AT 6
MONTHS TO 8.5 YEARS FROM THE
RESTRUCTURING EFFECTIVE DATE (IN
THE CASE OF THE LONG TERM LOAN),
VARIABLE INTEREST RATE AND THE
COMPANY'S CERTAIN OPTION TO HAVE
INTEREST PAID IN KIND.

(C) OPTION 3: MANDATORY CONVERTIBLE
BONDS WITH A TENOR OF ONE YEAR THAT
ARE MANDATORILY CONVERTIBLE INTO
NEW SHARES OF THE COMPANY ON
MATURITY.

(D) OPTION 4: A FIXED COMBINATION
OF SHORT TERM INSTRUMENT (IN THE

FORM OF EITHER SHORT TERM NOTES OR
SHORT TERM LOAN AT SUCH SCHEME
CREDITOR'S ELECTION), LONG TERM
INSTRUMENT (IN THE FORM OF EITHER
LONG TERM NOTES OR LONG TERM LOAN
AT SUCH SCHEME CREDITOR'S ELECTION)
AND MANDATORY CONVERTIBLE BONDS,

AT THE SCHEME CREDITORS SELECTION
IN ACCORDANCE WITH THE SELECTION
AND ALLOCATION MECHANISM AS SET
FORTH IN

SECTION 8.5 OF THE
EXPLANATORY STATEMENT. HOWEVER, (I)
TO THE EXTENT THAT A SCHEME
CREDITOR ELECTS BOTH SHORT TERM
INSTRUMENT AND LONG TERM INSTRUMENT
AS SCHEME CONSIDERATION, IT SHALL
RECEIVE EITHER THE NEW NOTES OR THE
NEW LOANS, NOT ANY COMBINATION OF
THE NEW NOTES AND NEW LOANS, AND
(II) THE SHORT TERM INSTRUMENT AND

THE LONG TERM INSTRUMENT
HAVE THEIR
RESPECTIVE MAXIMUM PRINCIPAL AMOUNT
AND THE SCHEME CREDITORS ELECTION

ADDINFO

