

№ 24923604
13.03.2025

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:00003/LAST
:20C::CORP//AC20459015
:20C::SEME//0000818149037S-3
:23G:REPL
:22F::CAEV//EXOF
:16R:LINK
:22F::LINK//WITH
:13A::LINK//568
:20C::PREV//0000818149037S-2
: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::DISC//PARTIES OR CLEARSTREAM BY
REPRODUCING OR TRANSMITTING THE
NOTIFICATION.

IN CASE THE CLIENT INSTRUCTION IS
NOT CORRECTLY FORMATTED,
CLEARSTREAM WILL ATTEMPT TO REPAIR
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/due-diligence/gdpr/dataprotection>

:16S:ADDINFO

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:16R:USECU
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:35B:ISIN XS1637274124
/XS/163727412

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

:16S:USECU

:16R:ADDINFO

:70E::ADTX//DEFAULT INTEREST RATE, AND WITH THE MOST SIGNIFICANT PROPORTIONS OF DEFAULT INTEREST ACCRUING, HAVE 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 :70E::ADTX//THE RECORD TIME, YOU WILL BE DEEM

:70E::ADTX//ED
TO HAVE ELECTED OPTION 3 ONLY, AND WILL RECEIVE MANDATORY CONVERTIBLE BONDS IN A PRINCIPAL AMOUNT EQUAL TO THE SUM OF (I) YOUR SCHEME CREDITOR S PRINCIPAL AMOUNT AND (II) ACCRUED AND UNPAID INTEREST AT THE ORIGINAL INTEREST RATE THEREON UP TO (BUT EXCLUDING) 31 DECEMBER 2023.

:70E::ADTX//.

IN SUMMARY, THE FOUR OPTIONS ARE:

(A) OPTION 1: SHORT TERM INSTRU

:70E::ADTX//MENT

IN THE FORM OF EITHER SHORT TERM NOTES OR A SHORT TERM LOAN WITH THE TENOR OF 6 YEARS FROM THE RESTRUCTURING EFFECTIVE DATE, VARIABLE INTEREST RATE AND THE COMPANY S CERTAIN OPTION TO HAVE INTEREST PAID IN KIND, TO BE MANDATORILY REPAYED ACCORDING TO AMORTISATION SCHEDULE.

:70E::ADTX//(B) OPTION 2: LONG TERM INSTRUMENT

IN THE FORM OF EITHER LONG TERM NOTE

:70E::ADTX//S 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 :70E::ADTX//INTEREST PAID IN K :70E::ADTX//IND.

(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 :70E::ADTX//CREDITOR S ELECTION), LONG TERM INSTRUMENT (IN THE FORM OF EITHER L :70E::ADTX//ONG 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 :70E::ADTX//CREDITOR ELECTS BOTH SHORT TERM INSTRUMENT AND LONG TER :70E::ADTX//M 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 WILL BE SUBJECT TO REALLOCATION AS :70E::ADTX//SET FORTH IN SECTION 8 :70E::ADTX//.5 OF THE EXPLANATORY STATEMENT.

.
ACCRUED AND UNPAID INTEREST PERIOD:
. UP TO BUT EXCLUDING 31 DECEMBER 2023.

CONSENT FEES:

SCHEME CREDITORS WHO ACCEDED TO THE CSA PRIOR TO THE APPLICABLE CONSENT FEE DEADLINE (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.

THE EARLY CONSENT FEE DEADLINE IS 5:00 P.M. HONG KONG TIME ON 29 NOVEMBER 2024 AND 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 CREDITORS ELECTION). WITH RESPECT TO THE PART OF THE CONSENT FEE IN THE FORM OF 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 ENTITLED TO RECEIVE SHORT TERM LOAN, AND (III) SCHEME 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 BE ALLOCATED EITHER THE SHORT TERM NOTES OR THE SHORT TERM LOAN AT THE COMPANY S SOLE DISCRETION WITH RESPECT TO ITS ENTITLEMENT TO THE SHORT TERM INSTRUMENT COMPONENT OF :70E::ADTX//THE CONSENT FEE, I :70E::ADTX//F ANY.

HPT EVENT:

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

(B) ON OR AROUND THE HOLDING PERIOD EXPIRY DATE, ANY RESIDUAL NEW DEBT :70E::ADTX//INSTRUMENTS SHALL BE CANCELLED AND :70E::ADTX//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.

(C) IF A RESIDUAL CREDITOR (INCLUDING A BLOCKED SCHEME CREDITOR) FAILS TO ESTABLISH ITS ENTITLEMENT TO THE TRUST ASSETS IN ACCORDANCE WITH THE TERMS OF THE :70E::ADTX//HOLDING PERIOD TRUST DEED PRIOR T :70E::ADTX//O

THE BAR TIME, THAT RESIDUAL CREDITOR S RIGHTS TO DISTRIBUTIONS OF THE RESTRUCTURING CONSIDERATION UNDER THE SCHEME SHALL BE EXTINGUISHED AND THAT RESIDUAL CREDITOR SHALL NOT BE ENTITLED TO RECEIVE ANY RESTRUCTURING CONSIDERATION UNDER THE SCHEME.

(D) IF A BLOCKED SCHEME CREDITOR :70E::ADTX//FAILS TO ESTABLISH ITS ENTITLEMENT TO THE BLOCKED TRUST ASSETS I :70E::ADTX//N

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 FORM TO THE HOLDING PERIOD TRUSTEE, TOGETHER WITH SUPPORTING EVIDENCE, SUCH THAT THEY ARE RECEIVED AND ACCEPTED BY THE HOLDING PERIOD

:70E::ADTX//TRUSTEE BY THE BAR TIME, THAT BLOCKED SCHEME CREDI

:70E::ADTX//TOR 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 RESTRUCTURING CONSIDERATION UNDER THE SCHEME (INCLUDING, FOR THE AVOIDANCE OF DOUBT, FROM THE BLOCKED TRUST ASSETS AND ON THE

:70E::ADTX//LIFTING OF APPLICABLE SANCTIONS

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

6. DOCUMENTATION

DOCUMENTATION IS ONLY AVAILABLE ON 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
:16S:ADDINFO

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/XS/163727412

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

:16S:USECU

:16R:ADDINFO

:70E::ADTX//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.

:70E::ADTX//.

THE RESTRUCTURING ENVISAGES THAT, SUBJECT TO THE TERMS OF THE SCHEME, THE SCHEME

:70E::ADTX//CREDITORS WILL RELEASE THEIR EXISTING CLAIMS UNDER AND IN CONNECTION WITH THE EXISTING DEBT. IN EXCHANGE FOR SUCH RELEASE, 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.

. TH

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

.
SCHEME MEETING 24 FEBRUARY 2025
11:00 AM

.
SCHEME CONSIDERATION ELECTION
DEADLINE (11:00 P.M. ON THE DATE

:70E::ADTX//FALLING FIVE (5) BUSINESS DAYS
AFTER THE DATE OF THE SCHEME
MEETING)

.
THE SANCTION HEARING BEFORE THE
COURT TO DETERMIN

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

.
SCHEME EFFECTIVE DATE: THE FIRST
:70E::ADTX//DATE ON WHICH ALL OF THE SCHEME
CONDITIONS HAVE BEEN SATISFIED,
:70E::ADTX//AS
NOTIFIED IN THE SCHEME EFFECTIVE
NOTICE

.
RESTRUCTURING EFFECTIVE DATE: THE
DATE PUBLICLY ANNOUNCED BY THE
COMPANY TO BE THE RESTRUCTURING
EFFECTIVE DATE, WHICH DATE SHALL
ONLY OCCUR ON OR AFTER THE DATE ON
WHICH THE RESTRUCTURING CONDITIONS
:70E::ADTX//HAVE BEEN SATISFIED OR, TO THE
EXTENT PERMISSIBLE, WAIVED, WHICH
SHALL BE ON OR PRIOR TO THE
LONG-STO
:70E::ADTX//P DATE.

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

.
BAR TIME: 5:00 P.M. HONG KONG TIME
ON THE DATE WHICH IS 140 CALENDAR
:70E::ADTX//DAYS AFTER THE RESTRUCTURING
EFFECTIVE DATE (OR, IF SUCH DATE IS
NOT A BUSINESS DAY, THE NEXT
BUSINESS DAY AFTER THAT DATE)
:70E::ADTX//.

.
HOLDING PERIOD DISTRIBUTION DATE:
THE DATE FALLING 182 DAYS AFTER THE
RESTRUCTURING EFFECTIVE DATE (OR IF
SUCH DATE IS NOT A BUSINESS DAY,
THE NEXT BUSINESS DAY AFTER THAT
DATE).

.
HOLDING PERIOD EXPIRY DATE: THE
:70E::ADTX//DATE WHICH IS EXPECTED TO BE ON THE
HOLDING PERIOD DISTRIBUTION DATE OR
AS SOON AS REASONABLY PRACTICABLE
THEREAFTER.

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

.
3. SCHEME MEETING

.
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 AS
MAY BE APPROPRIATE, AT 11:00 A.M.
:70E::ADTX//HONG KONG TIME ON 24 FEBRUARY 2025
(OR, IF THE SCHEME MEETING IS
POSTPONED, SUCH LATER DATE AND TIME
:70E::ADTX//AS NOTIFIED BY THE COMPANY TO
SCHEME CREDITORS VIA THE
TRANSACTION WEBSITE AND (IF
APPLICABLE) THE CLEARING SYSTEMS).

.
SCHEME CREDITORS WILL BE ABLE TO
ATTEND THE SCHEME MEETING AND VOTE
IN PERSON OR BY AN AUTHORISED
REPRESENTATIVE (IF A CORPORATION)
OR BY PROXY. SCHEME CREDITORS WILL
:70E::ADTX//ALSO BE ABLE TO ATTEND THE SCHEME
MEETING BY VIDEO CONFERENC
:70E::ADTX//E 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
CREDITOR). CONFERENCING DETAILS AND
PASSCODE WILL BE PROVIDED AT LEAST

2 BUSINESS DAYS BEFORE THE DAY
APPOINTED FOR THE SCHEME MEETING.

:70E::ADTX//THE CHAIRPERSON MAY REQUIRE SCHEME
CREDI

:70E::ADTX//TORS 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
LISTEN TO THE SCHEME MEETING AND TO
ASK QUESTIONS, BUT NOT CAST THEIR
VOTE.

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

4. HOW TO INSTRUCT

. PLEASE SEND A SWIFT

:70E::ADTX//OR XACT MESSAGE
TO PARTICIPATE IN THE OFFER. YOUR
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).

.
BY SENDING AN INSTRUCTION UNDER
THIS EVENT, CUSTOMERS CONFIRM TO
:70E::ADTX//COMPLY, AND ENSURE COMPLIANCE BY
ANY OF CUSTOMER S UNDERLYING
CLIENTS,

:70E::ADTX//WITH ANY APPLICABLE
SANCTIONS, INCLUDING BUT NOT
LIMITED TO THOSE OF THE EUROPEAN
UNION, THE UNITED NATIONS, THE
UNITED STATES, OR THE UNITED
KINGDOM.

.
PLEASE NOTE THAT BENEFICIAL OWNER
DETAILS MUST BE POPULATED IN THE
BENODET SEQUENCE FOR SWIFT USERS
:70E::ADTX//(QUALIFIER OWND ONLY) OR BENEFICIAL
OWNER DETAILS FOR XACT USERS
(BENEFICIARY NAME AND ADDRESS F
:70E::ADTX//IELD).

.
FOR OPT 001, PLEASE NOTE THAT THE

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

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

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

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

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

.
NOTE:
BY SUBMITTING YOUR INSTRUCTION
THROUGH CLEARSTREAM YOU HAVE
IRREVOCABLY AND AUTOMA
:70E::ADTX//TICALLY
ACCEPTED:
(I) THE DISCLOSURE OF YOUR ACCOUNT
DETAILS (AND YOUR UNDERLYING HOLDER
AND,
(II) TO BE BOUND TO THE TERMS AND
CONDITIONS OF THE OFFER,

(III) THE BLOCKING OF YOUR
INSTRUCTED BALANCE.

.
:70E::ADTX//4.1. INSTRUCTION PER BO

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

.
4.2. BO REQUIREMENTS

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

NAME, EMAIL AD

:70E::ADTX//DRESS AND TELEPHONE

NUMBER

.
4.3. PAPERWORK

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

ACCOUNT HOLDER LETTER

.
CREDITORS NEED TO SUBMIT THE
ACCOUNT HOLDER LETTER BEFORE THE

:70E::ADTX//RECORD TIME: 11:00 P.M. HONG KONG
TIME ON 19FEB25

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

. PLEASE NOTE THAT THE

:70E::ADTX//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//CSTDY FOLLOWED BY 11

DIGITS. IT IS ALSO AVAILABLE ON THE

544 SENT BY CLEARSTREAM IN THE

:70E::ADTX//FOLLOWING FIELD :20C::SEME//CSTDY

FOLLOWED BY 11 D

:70E::ADTX//IGITS.

.
FOR ALL ADDITIONAL QUESTIONS PLEASE
REFER TO THE AGENT, CONTACT DETAILS
BELLOW

MU-YEN LO / KEVIN WONG

+852 2281 0114

SHIMAOGROUP(AT)IS.KROLL.COM

.

:70E::ADTX//.

5. PROCEEDS

.
SCHEME CONSIDERATION:

.
THE AMOUNT OF SCHEME CONSIDERATION
THAT WILL BE ALLOCATED TO A SCHEME
CREDITOR WILL BE ASSESSED BASED ON
THE VALUE O

:70E::ADTX//F 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
AT THE RECORD TIME PLUS (II) ALL
ACCRUED AND UNPAID INTEREST AT THE
ORIGINAL INTEREST RATE ON SUCH
EXISTING DEBT SUBJECT TO THE
DISPUTED CLAIMS RESOLUTION

:70E::ADTX//PROCEDURES, SUCH ASSESSMENT WILL
:70E::ADTX//BE
FINALLY DETERMINED BY THE SCHEME
ADMINISTRATORS (OR THE BLOCKED
SCHEME CREDITORS TABULATION AGENT,
IF APPLICABLE).

.
FOR THE AVOIDANCE OF DOUBT, SCHEME
CREDITORS WILL NOT BE ENTITLED TO
ANY SCHEME CONSIDERATION BASED ON
ANY DEFAULT INTEREST OR OTHER FEES
:70E::ADTX//AND CHARGES ON EXISTING DEBT UNDER
THE EXISTING FINANCE DOCUMENTS.

EXISTING LENDERS ARE
:70E::ADTX//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
INTEREST UNFAIRLY IMPACT SUCH
SCHEME CREDITORS MORE THAN OTHERS
WHO ARE ENTITLED TO ANY DEFAULT
INTEREST UNDER THE RELEVANT

:70E::ADTX//EXISTING FINANCE DOCUMENTS. AS AT
THE DATE OF THE EXP
:70E::ADTX//LANATORY
STATEMENT, ALL OF THE EXISTING
LENDERS ENTITLED TO 3PCT OR MORE
:16S:ADDINFO

№ 24923548
13.03.2025

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//000000818149037S

:23G:REPL

:22F::CAEV//EXOF

:22F::CAMV//VOLU

:98C::PREP//20250313144058

:25D::PROC//PREC

:16R:LINK

:13A::LINK//564

:20C::PREV//000000818096270S

: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::BLOK//FAMT/1000000,
:93B::SETT//FAMT/1200000,
:93B::UNBA//FAMT/200000,
:93B::INBA//FAMT/1000000,
:16S:ACCTINFO
:16S:USECU
:16R:CADETL
:98A::ANOU//20250203
:22F::ESTA//APPD
: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
: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
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: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//ABSTAIN FROM VOTING / EXCHANGE IF A
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
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: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
:16S:CAOPTN
:16R:CAOPTN
:13A::CAON//006
:22F::CAOP//NOAC
:17B::DFLT//Y
:70E::ADTX//NARRATIVE PRESENT IN INSTRUCTION BLOCK (:16R:CAINST :16S:CAINST) AND/OR ADDITIONAL INFORMATION BLOCK OF MESSAGE 565 (:16R:ADDINFO :16S:ADDINFO) WILL BE DISREGARDED. CLEARSTREAM WILL NOT VALIDATE ANY OF THE INFORMATION 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 ++
+++2nd UPDATE 13MAR25+++

.
WITH REFERENCE TO THE PREVIOUS
UPDATE. PLEASE NOTE THAT SETTLEMENT
WILL BE BLOCKED TODAY END OF DAY.

.
+++UPDATE 13MAR25+++

.
PLEASE BE ADVISED THAT A NOTICE
:70E::ADTX//GIVING AN UPDATE IN RELATION TO THE
RESTRUCTURING OF OFFSHORE DEBT (1)
SANCTION OF THE SCHEME BY THE HIGH
COURT (2) OCCURRENCE OF THE SCHEME
EFFECTIVE DATE DATED
:70E::ADTX//13MAR25 HAS
BEEN RELEASED AND INFORMA AMONG
OTHERS:

.
THE COMPANY IS PLEASED TO ANNOUNCE
THAT THE PETITION SEEKING SANCTION
OF THE SCHEME FROM THE HIGH COURT
WAS HEARD ON 13 MARCH 2025 AND, BY
AN ORDER MADE BY THE HIGH COURT
(THE SANCTION ORDER), THE SCHEME
:70E::ADTX//HAS BEEN SANCTIONED. THE SANCTION
ORDER WAS DELIVERED TO THE
REGISTRAR OF COMPANIES FOR
:70E::ADTX//REGISTRATION ON 13 MARCH 2025.

.
THE COMPANY IS PLEASED TO ANNOUNCE
THAT, AS AT THE DATE OF THIS
ANNOUNCEMENT, ALL THE SCHEME
CONDITIONS HAVE BEEN FULFILLED AND
THE SCHEME EFFECTIVE DATE HAS
OCCURRED ON 13 MARCH 2025.

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

+++UPDATE 24FEB25+++

. HOLDERS A

:70E::ADTX//RE ADVISED THAT A NOTICE OF UPDATE IN RELATION TO THE RESTRUCTURING OF OFFSHORE DEBT RESULTS OF THE SCHEME MEETING HELD ON 24 FEBRUARY 2025 DATED 24FEB25 HAS BEEN RELEASED AND INFORMS AMONG OTHERS:

.
A TOTAL OF 2,053 SCHEME CREDITORS (REPRESENTING 98.75PCT OF THE TOTAL :70E::ADTX//NUMBER OF SCHEME CREDITORS PRESENT AND VOTING AT THE SCHEME MEETING), HOLDING :70E::ADTX//VOTING SCHEME CLAIMS IN THE AGGREGATE AMOUNT OF USD11,040,409,187.47 (REPRESENTING 95.39PCT OF THE TOTAL VALUE OF VOTING SCHEME CLAIMS PRESENT AND VOTING AT THE SCHEME MEETING) VOTED IN FAVOUR OF THE SCHEME.

.
THEREFORE, THE SCHEME WAS APPROVED BY THE REQUISITE MAJORITIES OF :70E::ADTX//SCHEME CREDITORS.

.
THE COMPANY WILL NOW PROCEED TO SEEK THE APPROVAL :70E::ADTX//AND SANCTION OF THE HIGH COURT IN RESPECT OF THE SCHEME. THE PETITION SEEKING SANCTION OF THE SCHEME WILL BE HEARD AT 10:00 A.M. (HONG KONG TIME) ON 13 MARCH 2025.

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

+++2N DUPDATE 10FEB25+++

.
PLEASE NOTE THAT NOTES WILL BE BLOCKED FROM TRADING ON OR PR :70E::ADTX//OMPTLY FOLLOWING THE SCHEME EFFECTIVE DATE.

.
+++UPDATE 10FEB25+++

.
A NEW NOTICE TO SCHEME CREDITORS
(UPDATE OF SCHEME DOCUMENTS) IS
AVAILABLE ON THE AGENT S WEBSITE
(PLEASE REFER TO THE RELEVANT WEBB
:70E::ADTX//FIELD)

.
+++UPDATE 05FEB25+++

.
A NEW NOTICE TO SCHEME CREDITORS
CONFIRMING THE CUSTODY INSTRUCTION
DEADLINE IS AVAILABLE ON THE AGENT
S WEBSITE
:70E::ADTX//(PLEASE REFER TO THE
RELEVANT WEBB FIELD)

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

.
+++ORIGINAL NOTIFICATION+++

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

.
SUMMARY

.
INSTRUCTIONS PER BO: YES
BO DISCLOSURE REQUIRED: YES
PAPERWORK: YES
INSTRUCTION WITHDRAWAL: NO

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

1. EVENT DETAILS

.
NOTICE IS HEREBY GIVEN THAT, BY AN
ORDER DATED 16 JANUARY 2025 (THE
CONVENING ORDER) MADE BY THE HONG
KONG COURT, THE HONG KONG COURT HAS

DIRECTED THAT A MEETING (THE SCHEME MEETING)

:70E::ADTX//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
:70E::ADTX//EXISTING OFFSHORE INDEBTEDNESS OF THE COMPANY, THE EXISTING SUBSIDIARY OBLI
:70E::ADTX//GORS 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 SCHEME AND THE RESTRUCTURING DOCUMENTS.
:16S:ADDINFO

№ 24922626
13.03.2025

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:00003/LAST
:20C::CORP//AC20459015
:20C::SEME//0000818096270S-3
:23G:REPL
:22F::CAEV//EXOF
:16R:LINK
:22F::LINK//WITH
:13A::LINK//568
:20C::PREV//0000818096270S-2
: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::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/due-diligence/gdpr/dataprotection>

:16S:ADDINFO

№ 24922610
13.03.2025

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

Сведения

Тема:

Предложение об обмене

Дублирования по почте и факсимильным сообщением не будет

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Вся необходимая информация указана в swift сообщении ниже.

:16R:GENL

:20C::CORP//AC20459015

:20C::SEME//000000818096270S

:23G:REPL

:22F::CAEV//EXOF

:22F::CAMV//VOLU

:98C::PREP//20250313134938

:25D::PROC//PREC

:16R:LINK

:13A::LINK//564

:20C::PREV//000000809007873S

: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-
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:16R:ACCTINFO
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:93B::BLOK//FAMT/1000000,
:93B::SETT//FAMT/1200000,
:93B::UNBA//FAMT/200000,
:93B::INBA//FAMT/1000000,
:16S:ACCTINFO
:16S:USECU
:16R:CADETL
:98A::ANOU//20250203
:22F::ESTA//APPD
:70G::WEBB//<https://deals.is.kroll.com/shimaogr>
oup
:16S:CADETL
:16R:CAOPTN
:13A::CAON//001
:22F::CAOP//CEXC
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:22F::CETI//FULL
:17B::DFLT//N
:98C::MKDT//20250214160000
:98C::RDDT//20250213150000
:98C::BORD//20250213150000
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:36B::MIEX//FAMT/1000,
:36B::MILT//FAMT/1000,
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USD 4,75 SHIMAO GROUP HD (REGS) 17-
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SHS TECHNICAL CODE FOR UNKNOWN PROC
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: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
: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 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//ABSTAIN FROM VOTING / EXCHANGE IF A
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
:16S:CAOPTN
:16R:CAOPTN
:13A::CAON//006
:22F::CAOP//NOAC
:17B::DFLT//Y
:70E::ADTX//NARRATIVE PRESENT IN INSTRUCTION BLO
CK (: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 13MAR25+++

.
PLEASE BE ADVISED THAT A NOTICE
GIVING AN UPDATE IN RELATION TO THE
RESTRUCTURING OF OFFSHORE DEBT (1)
SANCTION OF THE SCHEME BY THE HIGH
COURT (2) OCCURRENCE OF THE SCHEME
EFFECTIVE DATE DATED 13MAR25 HAS
BEEN RELEASED AND INFORMA AMONG
:70E::ADTX//OTHERS:

.
THE COMPANY IS PLEASED TO ANNOUNCE
THAT THE PETITION SEEKING SANCTION
OF T
:70E::ADTX//HE SCHEME FROM THE HIGH COURT
WAS HEARD ON 13 MARCH 2025 AND, BY
AN ORDER MADE BY THE HIGH COURT
(THE SANCTION ORDER), THE SCHEME
HAS BEEN SANCTIONED. THE SANCTION
ORDER WAS DELIVERED TO THE
REGISTRAR OF COMPANIES FOR
REGISTRATION ON 13 MARCH 2025.

.
THE COMPANY IS PLEASED TO ANNOUNCE
:70E::ADTX//THAT, AS AT THE DATE OF THIS
ANNOUNCEMENT, ALL THE SCHEME COND
:70E::ADTX//ITIONS HAVE BEEN FULFILLED AND
THE SCHEME EFFECTIVE DATE HAS
OCCURRED ON 13 MARCH 2025.

.
THE NOTICE IS ONLY AVAILABLE ON THE
AGENT S WEBSITE (PLEASE REFER TO
THE RELEVANT WEBB FIELD)

.
+++UPDATE 24FEB25+++

.
:70E::ADTX//HOLDERS ARE ADVISED THAT A NOTICE
OF UPDATE IN RELATION TO THE
RESTRUCTURING OF OFFSHORE DEBT
RESULTS OF THE SCHEME MEETING HELD

ON 24 FEBR

:70E::ADTX//UARY 2025 DATED 24FEB25
HAS BEEN RELEASED AND INFORMS AMONG
OTHERS:

.
A TOTAL OF 2,053 SCHEME CREDITORS
(REPRESENTING 98.75PCT OF THE TOTAL
NUMBER OF SCHEME CREDITORS PRESENT
AND VOTING AT THE SCHEME MEETING),
HOLDING VOTING SCHEME CLAIMS IN THE
AGGREGATE AMOUNT OF
:70E::ADTX//USD11,040,409,187.47 (REPRESENTING
95.39PCT OF THE TOTAL VALUE OF
VOTING SCHEME C
:70E::ADTX//LAIMS PRESENT AND
VOTING AT THE SCHEME MEETING) VOTED
IN FAVOUR OF THE SCHEME.

.
THEREFORE, THE SCHEME WAS APPROVED
BY THE REQUISITE MAJORITIES OF
SCHEME CREDITORS.

.
THE COMPANY WILL NOW PROCEED TO
SEEK THE APPROVAL AND SANCTION OF
:70E::ADTX//THE HIGH COURT IN RESPECT OF THE
SCHEME. THE PETITION SEEKING
SANCTION OF THE SCHEME WILL BE
HEARD AT 10:00 A.M. (H
:70E::ADTX//ONG KONG
TIME) ON 13 MARCH 2025.

.
THE NOTICE IS ONLY AVAILABLE ON THE
AGENT S WEBSITE (PLEASE REFER TO
THE RELEVANT WEBB FIELD)

.
+++2N DUPDATE 10FEB25+++

.
PLEASE NOTE THAT NOTES WILL BE
:70E::ADTX//BLOCKED FROM TRADING ON OR PROMPTLY
FOLLOWING THE SCHEME EFFECTIVE
DATE.

.
+++UPDATE 10FEB25+++

.
A NEW NOTICE TO SCHEME CREDITORS
(UPDATE OF SCHEME DOCUMENTS)
:70E::ADTX//IS

AVAILABLE ON THE AGENT S WEBSITE
(PLEASE REFER TO THE RELEVANT WEBB
FIELD)

.
+++UPDATE 05FEB25+++

.
A NEW NOTICE TO SCHEME CREDITORS
CONFIRMING THE CUSTODY INSTRUCTION
DEADLINE IS AVAILABLE ON THE AGENT
:70E::ADTX//S WEBSITE (PLEASE REFER TO THE
RELEVANT WEBB FIELD)

.
+++UPDATE 04FEB25+++

.
FOR CLARIFICATION, PLEASE NOTE THAT
AS PER THE AGENT ALL THE SCH
:70E::ADTX//EME
PROCEEDS WILL BE CLEARSTREAM
ELIGIBLE, APART FROM THE LOANS
(I.E. SHORT TERM LOANS AND LONG
TERM LOANS) WHICH WILL BE DELIVERED
OUTSIDE OF THE CLEARING SYSTEMS.

.
+++ORIGINAL NOTIFICATION+++

.

:70E::ADTX//.
SUMMARY

.
INSTRUCTIONS PER BO: YES
BO DISCLOSURE REQUIRED: YES
PAPERWORK: YES
INSTRUCTION WITHDRAWAL: NO

.

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

.
1. EVENT DETAILS

.
NOTICE IS HEREBY GIVEN THAT, BY AN
ORDER DATED 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
:70E::ADTX//CREDITORS OF THE COMPANY FOR THE
PURPOSE OF CONSIDERING AND, IF
THOUGHT FIT, APPROVING (WITH OR

WITHOUT

:70E::ADTX//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
:70E::ADTX//INCLUDES DEBTS WHEREBY THE COMPANY
IS A PRIMARY OBLIGOR (EITHER AN
ISSUER OR A B
:70E::ADTX//BORROWER) OR A
GUARANTOR. THE RESTRUCTURING WILL
BE IMPLEMENTED BY WAY OF THE SCHEME
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
:16S:ADDINFO

№ 24922592
13.03.2025

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/MORE
:20C::CORP//AC20459015
:20C::SEME//0000818096270S-2
:23G:REPL
:22F::CAEV//EXOF
:16R:LINK
:22F::LINK//WITH
:13A::LINK//568
:20C::PREV//0000818096270S-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//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

:70E::ADTX//SCHEME

CREDITOR S PRINCIPAL AMOUNT AND (II) ACCRUED AND UNPAID INTEREST AT THE 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

:70E::ADTX//NOTES OR A SHORT TERM LOAN WITH THE TENOR OF 6 YEARS FROM THE RESTRUCTURING EFFECTIVE DATE, V

:70E::ADTX//ARIABLE INTEREST RATE AND THE COMPANY S CERTAIN OPTION TO HAVE INTEREST PAID IN KIND, TO BE MANDATORILY REPAYED 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

:70E::ADTX//THE CASE OF THE LONG TERM NOTE

:70E::ADTX//S) 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

:70E::ADTX//ARE MANDATORILY CONVERTIBLE INTO
NEW SHARES OF THE COM

:70E::ADTX//PANY 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)

:70E::ADTX//AND MANDATORY CONVERTIBLE BONDS,
. AT THE SCHEME CREDITORS SEL
:70E::ADTX//ECTION

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
:70E::ADTX//NEW LOANS, NOT ANY COMBINATION OF
THE NEW NOTES

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

.
ACCRUED AND UNPAID INTEREST PERIOD:

:70E::ADTX//.
UP TO BUT EXCLUDING 31 DECEMBER
2023.

.
CONSENT FEES:

. SC
:70E::ADTX//HEME CREDITORS WHO ACCEDED TO THE
CSA PRIOR TO THE APPLICABLE CONSENT
FEE DEADLINE (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 :70E::ADTX//THE CSA.

. THE

:70E::ADTX//EARLY CONSENT FEE DEADLINE IS 5:00 P.M. HONG KONG TIME ON 29 NOVEMBER 2024 AND 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 :70E::ADTX//AT SUCH SCHEME :70E::ADTX//CREDITOR S ELECTION). WITH RESPECT TO THE PART OF THE CONSENT FEE IN THE FORM OF 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 :70E::ADTX//RECEIVE NEW LOANS AS SCHEME CRED :70E::ADTX//ITORS ELECTION ARE ONLY ENTITLED TO RECEIVE SHORT TERM LOAN, AND (III) SCHEME 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 :70E::ADTX//STATEMENT AND THE SOLICITATION PACKET B

:70E::ADTX//EFORE THE RECORD TIME, WILL BE ALLOCATED EITHER THE SHORT TERM NOTES OR THE SHORT 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:

:70E::ADTX//(A)ON THE RESTRUCTURING EFFECTIVE DATE, (A) ALL RESIDUAL SCHEME CONSIDERATION (INCLUDING THE BLOCKED SCHEME C

:70E::ADTX//ONSIDERATION) AND ALL RESIDUAL CONSENT FEE AND (B) RESERVED SCHEME CONSIDERATION (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 :70E::ADTX//DESIGNATED BY THE HOLDING PERIOD TRUSTEE

:70E::ADTX//OR OTHERWISE ALLOCATED TO THE HOLDING PERIOD TRUSTEE. ON AND FROM THE RESTRUCTURING 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

:70E::ADTX//DISPUTING C

:70E::ADTX//REDITOR (WITH RESPECT TO THE RESERVED SCHEME CONSIDERATION), IN ACCORDANCE WITH 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

:70E::ADTX//ACCORDANCE WITH THE TERMS OF TH

:70E::ADTX//E

HOLDING PERIOD TRUST DEED.

(C) IF A RESIDUAL CREDITOR (INCLUDING A BLOCKED SCHEME 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 :70E::ADTX//OF THE RESTRUCTURING CONSIDERATION UNDER THE SCHEME SHALL BE EX :70E::ADTX//TINGUISHED AND THAT RESIDUAL CREDITOR SHALL NOT BE ENTITLED TO RECEIVE ANY RESTRUCTURING 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 :70E::ADTX//FAILING TO SUBMIT A VALIDLY :70E::ADTX//COMPLETED BLOCKED SCHEME CREDITOR FORM TO THE HOLDING PERIOD TRUSTEE, TOGETHER 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 :70E::ADTX//BLOCKED SCHEME CREDITO :70E::ADTX//R SHALL NOT BE ENTITLED TO RECEIVE ANY RESTRUCTURING CONSIDERATION UNDER THE SCHEME (INCLUDING, FOR THE AVOIDANCE OF DOUBT, FROM THE BLOCKED TRUST ASSETS AND ON THE LIFTING OF APPLICABLE SANCTIONS

.

.
:70E::ADTX//6. DOCUMENTATION

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

.

.
: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
:16S:ADDINFO

№ 24922563
13.03.2025

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//0000818096270S-1
:23G:REPL
:22F::CAEV//EXOF
:16R:LINK
:22F::LINK//WITH
:13A::LINK//564
:20C::PREV//000000818096270S
: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//OUTSTANDING DEBTS BY WAY OF BILATERAL SETTLEMENT NEGOTIATIONS.

.
THE RESTRUCTURING IS INTENDED TO ALLOW A

:70E::ADTX//DEQUATE 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 :70E::ADTX//CONNECTION WITH THE EXISTING DEBT.

IN EXCHANGE FOR SUCH RELEASE, SCHEME

:70E::ADTX//CREDITORS WILL BE ENTITLED TO RECEIVE THE SCHEME CONSIDERATION.

.-----

2. EXPECTED TIMEABLE

.
THE CUSTODY INSTRUCTION DEADLINE WILL BE 11:00 P.M. HONG KONG TIME :70E::ADTX//ON 14 FEBRUARY 2025.

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

. SCHEME

:70E::ADTX//MEETING 24 FEBRUARY 2025 11:00 AM

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

.
THE SANCTION HEARING BEFORE THE
:70E::ADTX//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
OF HONG KONG
:70E::ADTX//G, HIGH COURT BUILDING,
38 QUEENSWAY, HONG KONG, WITH THE
EXACT TIME AND LOCATION 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

:70E::ADTX//.

RESTRUCTURING EFFECTIVE DATE: THE
DATE PUBLICLY ANNOUNCED BY THE
COMPANY TO BE THE R

:70E::ADTX//ESTRUCTURING

EFFECTIVE DATE, WHICH DATE SHALL
ONLY OCCUR ON OR AFTER THE DATE ON
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
:70E::ADTX//SUCH LATER DATE AND TIME AS AGREED
BY THE COMPANY ON ONE HAND AND THE
MAJORITY SCHEME

:70E::ADTX//CREDITORS ON THE
OTHER.

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

.
:70E::ADTX//HOLDING PERIOD DISTRIBUTION DATE:
THE DATE FALLING 182 DAYS AFTER THE
RESTRUCTURING EFFECTIVE DATE (OR IF

SUCH DATE IS NOT A BUSINESS DAY,
THE NEXT BUSINESS DAY AFTER THAT DATE).

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

3. SCHEME MEETING

THE SCHEME MEETING WILL BE HELD AT THE OFFICES OF SIDLEY AUSTIN LLP, TWO INTERNATIONAL FINANCE CENTRE, 8 FINANCE STREET, CENTRAL, HONG KONG, WITH ANY ADJOURNMENT 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).

SCHEME CREDITORS WILL BE ABLE TO ATTEND THE SCHEME MEETING AND VOTE IN PERSON OR BY AN AUTHORISED 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 CREDITOR). CONFERENCING DETAILS AND PASSCODE 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 :70E::ADTX//OF THE MEETINGS. SCHEME CREDITORS A :70E::ADTX//TTENDING THE SCHEME MEETING BY VIDEO CONFERENCE WILL BE ABLE TO LISTEN TO THE SCHEME MEETING AND TO ASK QUESTIONS, BUT NOT CAST THEIR VOTE.

.

4. HOW TO INSTRUCT

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

. 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 :70E::ADTX//LIMITED TO THOSE OF THE EUROPEAN UNION, THE UNITED NATIONS, THE UNITED STATES, OR :70E::ADTX//THE UNITED KINGDOM.

. PLEASE NOTE THAT BENEFICIAL OWNER DETAILS MUST BE POPULATED IN THE BENODET SEQUENCE FOR SWIFT USERS (QUALIFIER OWND ONLY) OR BENEFICIAL OWNER DETAILS FOR XACT USERS (BENEFICIARY NAME AND ADDRESS FIELD).

:70E::ADTX//.

FOR OPT 001, PLEASE NOTE THAT THE UNIQUE INSTRUCTION REFERENCE (UIR) (12 DIGITS REFERENCE THAT STARTS

WITH 3) PROVIDED BY
:70E::ADTX//KROLL DURING
THE CSA TO HOLDERS WHO HAD VALIDLY
SUBMITTED THEIR ACCESSION MUST 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
:70E::ADTX//DETAILS ARE REQUIRED TO BE
INDICATED IN THE INST SEQUENCE FOR
SWIFT USERS OR CORPORATE ACTI
:70E::ADTX//ONS
INSTRUCTION NARRATIVE FOR EXACT
USERS: NAME, PASSPORT COUNTRY AND
NUMBER

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

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

.
HOLDERS SUBMITTING INSTRUCTIONS
COMPLY WITH THE TERMS AND
CONDITIONS OF THE OFFER

.
NOTE:
BY SUBMITTING YOUR INSTRUCTION
THROUGH CLEARSTREAM YOU HAVE
:70E::ADTX//IRREVOCABLY AND AUTOMATICALLY
ACCEPTED:
(I) THE DISCLOSURE OF YOUR ACCOUNT
DETAILS (AND YOUR UNDERLYING HOLDER
AND,
(II) TO BE BOUND TO THE TERMS AND
CO
:70E::ADTX//NDITIONS OF THE OFFER,

(III) THE BLOCKING OF YOUR
INSTRUCTED BALANCE.

.
4.1. INSTRUCTION PER BO

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

.
4.2. BO REQUIREMENTS

.
:70E::ADTX//OPTION 001, 002, 003, 004, 005:
NAME, EMAIL ADDRESS AND TELEPHONE
NUMBER

.
4.3. PAPERWORK

.
OPTION 001, 002, 003, 004, 005:
ACCOUNT HOLDER LETTER
. CREDITORS NEED TO SUBM

:70E::ADTX//IT THE
ACCOUNT HOLDER LETTER BEFORE THE
RECORD TIME: 11:00 P.M. HONG KONG
TIME ON 19FEB25

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

.
:70E::ADTX//PLEASE NOTE THAT THE BLOCKING
REFERENCE NUMBER THAT IS REQUIRED
ON THE ACCOUT HOLDER LETTER IS
AVAILABLE ON THE 567 SENT BY
CLEARSTREAM BANKING LUXEMBO

:70E::ADTX//URG ONCE
AN INSTRUCTION HAS BEEN RECORDED:
THE FORMAT IS AS FOLLOWS

.: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
:70E::ADTX//REFER TO THE AGENT, CONTACT DETAILS
BELLOW

MU-YEN LO / KEVIN WONG
+852 2281 0114 SHIMA

:70E::ADTX//OGROUP(AT)IS.KROLL.COM

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5. PROCEEDS

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SCHEME CONSIDERATION:

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THE AMOUNT OF SCHEME CONSIDERATION THAT WILL BE ALLOCATED TO A SCHEME :70E::ADTX//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 O

:70E::ADTX//WED TO THAT SCHEME CREDITOR AS AT THE RECORD TIME PLUS (II) ALL ACCRUED AND UNPAID 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, :70E::ADTX//IF APPLICABLE).

. FOR THE A

:70E::ADTX//VOIDANCE OF DOUBT, SCHEME CREDITORS WILL NOT BE ENTITLED TO ANY SCHEME CONSIDERATION 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 :70E::ADTX//DOCUMENTS. THE COMPANY D

:70E::ADTX//OES NOT CONSIDER THE EXCLUSION OF DEFAULT INTEREST UNFAIRLY IMPACT SUCH SCHEME 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
:70E::ADTX//DEFAULT INTEREST RATE, AND WITH THE
MOST SIGNIFICANT PROPO
:70E::ADTX//RTIONS OF
DEFAULT INTEREST ACCRUING, HAVE
ACCEDED TO THE CSA.

.
AS A SCHEME CREDITOR, YOU MAY
:16S:ADDINFO