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**中國奧園集團股份有限公司**  
**China Aoyuan Group Limited**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 3883)**

**INSIDE INFORMATION**

This announcement is made by China Aoyuan Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 37.47B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 28 February 2023, 24 March 2023, 27 March 2023, 31 March 2023, 6 April 2023, 12 June 2023, 2 July 2023, 11 July 2023, 10 August 2023 (“**10 August Announcement**”) and 22 September 2023 (regarding resumption of trading of the shares in the Company) (together, the “**Announcements**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as ascribed thereto in the 10 August Announcement and the RSA (as defined in the 10 August Announcement).

## **UPDATE ON PROPOSED RESTRUCTURING**

The Company is very pleased to announce that the Proposed Restructuring is progressing in accordance with the Term Sheets appended to the RSA. The Proposed Restructuring, when completed, will provide the Group with a sustainable capital structure to deliver long-term value for all of its stakeholders.

As previously mentioned in the Announcements, the Proposed Restructuring will be implemented through a series of inter-locking and inter-conditional schemes of arrangement (together, the “**Schemes**”). To this end, the Company and Add Hero Holdings Limited, a directly wholly owned subsidiary of the Company, have each applied to the Courts of Hong Kong SAR and their respective jurisdictions of incorporation for permission to convene the relevant meetings of scheme creditors for the purposes of considering and, if thought fit, to approving each of the Schemes.

The convening hearings in respect of the Schemes, which was applied by the Company, are listed for hearing on 31 October 2023, and the convening hearings in respect of the Schemes, which was applied by Add Hero, are listed for hearing on 31 October 2023 and 2 November 2023 (“**Scheme Convening Hearings**”).

Further information and documents regarding the Schemes, including the Practice Statement Letters regarding the Schemes (which have been distributed to the relevant creditors) and details of the Scheme Convening Hearings, is available for download at <https://projects.morrowsodali.com/Aoyuan>. Holders of the Group Financing Instruments and creditors of the Company are encouraged to register at <https://projects.morrowsodali.com/Aoyuan> to obtain further information regarding the Schemes, if they have not already done so.

The Company will issue further announcement(s) to provide updates on other relevant matters in respect of the Proposed Restructuring as and when appropriate.

## **CONTACT DETAILS**

Holders of the Group Financing Instruments are encouraged to direct any requests for information in respect of the Proposed Restructuring to (i) the Company’s financial advisor and legal advisor, (ii) the AHG’s financial advisor and legal advisor or (iii) to the Information Agent (see contact details below):

### **Financial Advisor to the Company**

KPMG Advisory (China) Limited

Address: 8/F, Prince’s Building, 10 Chater Road, Hong Kong

Email: [aoyuan.restructuring@kpmg.com](mailto:aoyuan.restructuring@kpmg.com)

### **Legal Advisor to the Company**

Linklaters

Address: 11th Floor, Alexandra House, Chater Road, Hong Kong SAR

Email: [dlaoyuanlinklaters@linklaters.com](mailto:dlaoyuanlinklaters@linklaters.com)

**Financial Advisor to the AHG**

Moelis & Company Asia Limited

Address: Suite 1203-10, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong

Email: [Project.Olympics\\_Ext@moelis.com](mailto:Project.Olympics_Ext@moelis.com)

**Legal Advisor to the AHG**

Weil, Gotshal & Manges

Address: 29/F Alexandra House, 18/F Chater Road, Central, Hong Kong

Email: [Project.Olympics@weil.com](mailto:Project.Olympics@weil.com)

**Information Agent**

Morrow Sodali Limited

Transaction Website (document posting website): <https://projects.morrowsodali.com/Aoyuan>

Email: [aoyuan@investor.morrowsodali.com](mailto:aoyuan@investor.morrowsodali.com)

Phone: (Hong Kong) +852 2319 4130/(London) +44 20 4513 6933

**The implementation of the Proposed Restructuring will be subject to many factors outside of the control of the Company. As there is no assurance that the Proposed Restructuring will be successfully implemented, Shareholders, holders of securities of the Company and other investors of the Company are (i) advised not to rely solely on the information contained in this announcement and (ii) reminded to consider the related risks and exercise caution when dealing in the shares and other securities of the Company. When in doubt, Shareholders, holders of other securities of the Company and other investors of the Company are advised to seek professional advice from their own professional or financial advisers.**

By order of the Board  
**China Aoyuan Group Limited**  
**Guo Zi Wen**  
*Chairman*

Hong Kong, 11 October 2023

*As at the date of this announcement, the executive directors of the Company are Mr. Guo Zi Wen, Mr. Ma Jun, Mr. Chen Zhi Bin and Mr. Tan Yi; and the independent non-executive directors of the Company are Mr. Cheung Kwok Keung, Mr. Lee Thomas Kang Bor and Mr. Wong Wai Keung Frederick.*