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**PCGI INTERMEDIATE HOLDINGS (II) LIMITED**

*(incorporated with limited liability under the laws of the Cayman Islands)*

**(the “Issuer”)**

**U.S.\$250,000,000 5.50 per cent. Guaranteed Notes due 2024**

**(the “Notes”)**

**(ISIN: XS2082780888) (Common Code: 208278088)**

**(Stock Code: 40074)**

**guaranteed by**

**PCGI INTERMEDIATE HOLDINGS LIMITED**

*(incorporated with limited liability under the laws of Cayman Islands)*

**(the “Guarantor”)**

**CONSENT SOLICITATION – RESULTS AS AT THE EARLY CONSENT DEADLINE  
(REQUISITE MAJORITY FOR ELECTRONIC CONSENT OBTAINED)**

**Background**

Reference is made to the announcement dated 14 September 2020 (the “**Announcement**”) in relation to the Issuer’s and the Guarantor’s solicitation of consents by an Extraordinary Resolution by way of Circulating Resolution by Electronic Consent or, where the Extraordinary Resolution has not been approved by Electronic Consent, at a Meeting, for approval of the Proposal and the consent solicitation memorandum (the “**Consent Solicitation Memorandum**”) dated 14 September 2020 made available via the Consent Website to Noteholders in connection with the Consent Solicitation. **Noteholders should refer to the Notice and the Consent Solicitation Memorandum for details of the Consent Solicitation.**

Unless the contrary is stated, or the context otherwise requires, terms and expressions defined in the Announcement and the Consent Solicitation Memorandum shall have the same meanings when used in this announcement.

**Results as at the Early Consent Deadline**

The Early Consent Deadline has expired on 4.00 p.m. (London time) on 21 September 2020. The Issuer and the Guarantor announce today that as at the Early Consent Deadline, the requisite majority for Electronic Consent (being not less than 75 per cent. in aggregate principal amount of the Notes for the

time being outstanding) voting in favour of the Proposal has been obtained. The Extraordinary Resolution will take effect at the Electronic Consent Deadline, being 4.00 p.m. (London time) on 25 September 2020.

In accordance with the terms and conditions of the Consent Solicitation Memorandum, Noteholders submitting any Voting Instructions after the Early Consent Deadline will not be eligible to receive any consent fee.

### **Further details**

**Noteholders should refer to the Notice and the Consent Solicitation Memorandum for details of the Consent Solicitation.** The Consent Solicitation Memorandum, the Notice as well as other relevant documents, can be accessed, subject to eligibility and registration, via the Consent Website: <https://bonds.morrowsodali.com/pcg>.

Separately, Noteholders who need assistance with respect to the procedures for participating in the Consent Solicitation should also contact the Information and Tabulation Agent at the following contact details:

#### **Morrow Sodali Ltd.**

*In London:*  
103 Wigmore Street  
London W1U 1QS  
Telephone: +44 208 089 3287

*In Hong Kong:*  
Unit 1106, Level 11,  
Two ChinaChem Central  
26 Des Voeux Road Central, Hong Kong  
Telephone: + 852 2158 8405

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

Consent Website: <https://bonds.morrowsodali.com/pcg>

Noteholders with queries on the Consent Solicitation should contact the Solicitation Agent at the following details:

#### **The Hongkong and Shanghai Banking Corporation Limited**

Level 17, HSBC Main Building  
1 Queen's Road Central

Telephone: +852 3941 0223 (Hong Kong) / +44 20 7992 6237 (London)

Email: [liability.management@hsbcib.com](mailto:liability.management@hsbcib.com)

### **Disclaimer**

This announcement must be read in conjunction with the Announcement and the Consent Solicitation Memorandum. The Consent Solicitation Memorandum contains important information that should be read carefully before any decision is made with respect to the Consent Solicitation.

Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to participate in the Consent Solicitation.

### **Consent Solicitation and Distribution Restrictions**

Neither this announcement nor the Consent Solicitation Memorandum constitutes or forms part of, and should not be construed as, an offer for sale or subscription of, or a solicitation of any offer to buy or subscribe for, any securities of the Issuer or any other entity.

The distribution of this announcement and the Consent Solicitation Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement or the Consent Solicitation Memorandum comes are required by the Issuer, the Guarantor, The Hongkong and Shanghai Banking Corporation Limited (the “**Solicitation Agent**”) and Morrow Sodali Ltd. (the “**Information and Tabulation Agent**”) to inform themselves about, and to observe, any such restrictions. This announcement and any materials relating to the Consent Solicitation do not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law.

If a jurisdiction requires that the Consent Solicitation be made by a licensed broker or dealer and the Solicitation Agent or its affiliates is such a licensed broker or dealer in that jurisdiction, the Consent Solicitation shall be deemed to be made by the Solicitation Agent or such affiliate, as the case may be, on behalf of the Issuer and the Guarantor in such jurisdiction where it is so licensed and the Consent Solicitation is not being made in any such jurisdiction where neither the Solicitation Agent nor its affiliates are so licensed.

22 September 2020

*As at the date of this announcement, the directors of the Issuer are Mr. Lim Beng Jin and Ms. Naomi Tofukuji.*

*As at the date of this announcement, the directors of the Guarantor are Ms. Naomi Tofukuji and Mr. Peter Anthony Allen.*