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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 – EXTRAORDINARY RESOLUTION PASSED**

**Background**

Reference is made to the announcement dated 14 September 2020 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, the announcement dated 22 September 2020 in relation to the results of the Electronic Consent as at the Early Consent Deadline (together, the “Announcements”) 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 Announcements and the Consent Solicitation Memorandum shall have the same meanings when used in this announcement.

**Extraordinary Resolution passed and Meeting cancelled**

Notice is hereby given to the Noteholders that the Extraordinary Resolution by way of Circulating Resolution by Electronic Consent was duly passed on 25 September 2020, and the Proposal was

approved. As a result and in accordance with the Consent Solicitation Memorandum, no Meeting is required to be convened and will be cancelled.

The Settlement Date will be announced, by way of notice to Noteholders through the Clearing Systems, as soon as reasonably practicable following the completion of the Merger.

### **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)

28 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.*