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Burwill Holdings Limited

寶威控股有限公司

(Provisional Liquidators Appointed)

(Incorporated in Bermuda with limited liability)

(Stock Code: 24)

NOTICE OF SCHEME MEETINGS

This announcement is made by Burwill Holdings Limited (Provisional Liquidators Appointed) (the “**Company**”) pursuant to Rule 13.09(1) 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 (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 1 March 2021 and 8 March 2021 (the “**Announcements**”) in relation to, among other things, the schemes of arrangement of the Company. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

The Company wishes to announce that by an Order dated 5 March 2021 the Supreme Court of Bermuda has directed that a meeting of creditors (the “**Bermuda Scheme Meeting**”) of the Company be convened for the purpose of considering and, if thought fit, approving with or without modification a scheme of arrangement (the “**Bermuda Scheme**”) pursuant to section 99 of the Companies Act 1981 of Bermuda (“**Bermuda Companies Act**”) proposed to be made between the Company and its Scheme Creditors. The Bermuda Scheme Meeting will be held at the offices of So Man Chun and Jong Yat Kit of PricewaterhouseCoopers at 22/F, Prince’s Building, 10 Chater Road, Central, Hong Kong (where Scheme Creditors shall attend in person or by proxy), with a telephone dial-in facility and a connection via video-link to Bermuda at the office of Walkers (Bermuda) Limited at Park Place, 55 Par La Ville Road, Third Floor, Hamilton, HM11, Bermuda on 15 April 2021 and will commence at 7:30 am Bermuda time (which is 6:30 pm Hong Kong time).

By an Order dated 2 March 2021 made in the above matter, the High Court of Hong Kong has directed that a meeting of Scheme Creditors (the “**Hong Kong Scheme Meeting**”) of the Company be convened for the purpose of considering and, if thought fit, approving with or without modification a scheme of arrangement (the “**Hong Kong Scheme**”) pursuant to sections 670 to 674 of the Companies Ordinance (Cap. 622) of Hong Kong (the “**Companies Ordinance**”) proposed to be made between the Company and its Scheme Creditors. The Hong Kong Scheme Meeting will be held at the offices of So Man Chun and Jong Yat Kit of PricewaterhouseCoopers at 22/F, Prince’s Building, 10 Chater Road, Central, Hong Kong (where Scheme Creditors shall attend in person or by proxy), with a telephone dial-in facility and a connection via video-link to Bermuda at the office of Walkers (Bermuda) Limited at Park Place, 55 Par La Ville Road, Third Floor, Hamilton, HM11, Bermuda on 15 April 2021 and will commence at 6:45 pm Hong Kong time (which is 7:45 am Bermuda time) or upon the conclusion of the Bermuda Scheme Meeting whichever is later.

Copies of the Hong Kong Scheme and the Bermuda Scheme are incorporated in the composite document to be dispatched to creditors of the Company, which includes an explanatory statement pursuant to section 671 of the Companies Ordinance and section 100 of the Bermuda Companies Act (the “**Scheme Document**”). Unless otherwise indicated, capitalised words and phrases used herein have the same meanings as provided in the Scheme Document.

Any person entitled to attend the Hong Kong Scheme Meeting and/or the Bermuda Scheme Meeting, upon reasonable prior notice being given to PricewaterhouseCoopers at 22/F Prince’s Building, Central, Hong Kong or to Walkers (Bermuda) Limited at Park Place, 55 Par La Ville Road, Third Floor, Hamilton, HM11, Bermuda may also obtain copies of the Scheme Document and Form of Proxy between the hour of 10:00am and 4:00pm on weekdays (other than Saturdays, Sundays and public holidays) prior to the day appointed for the relevant Scheme Meeting.

Scheme Creditors in Bermuda will be able to dial into each of the Hong Kong Scheme Meeting and the Bermuda Scheme Meeting via telephone conference at the office of Walkers (Bermuda) Limited at Park Place, 55 Par La Ville Road, Third Floor, Hamilton, HM11, Bermuda.

Scheme Creditors of the Company must submit details of any Claim they have against the Company in writing to the following address by personal delivery or post or fax or email (the “**Address**”):

PricewaterhouseCoopers
Address: 22/F Prince’s Building, Central, Hong Kong
Fax: +852 2289 5300
Email: burwill.scheme@hk.pwc.com
Attention: Mr. So Man Chun / Mr. Jong Yat Kit

not later than 6:30 pm Hong Kong time / 7:30 am Bermuda time on 12 April 2021.

Scheme Creditors may vote either in person or by proxy. Forms of Proxy must be lodged at the office of PricewaterhouseCoopers at the above Address not later than three Business Days (by 12 April 2021) prior to the date of the relevant Scheme Meeting. Completion and return of the Form of Proxy will not preclude a Scheme Creditor from attending and voting in person at the relevant Scheme Meeting, but in such event the Form of Proxy will be deemed to have been revoked.

Trading in the shares of the Company on the Hong Kong Stock Exchange has been suspended since 19 August 2019 and will continue to be suspended until further notice.

Shareholders and potential investors should note that the resumption of trading in the shares of the Company on the Stock Exchange is subject to various conditions which may or may not be fulfilled. There is no guarantee that the resumption of trading in the shares of the Company on the Stock Exchange will take place. Shareholders and potential investors are reminded to exercise caution when dealing in the shares of the Company

For and on behalf of
Burwill Holdings Limited
(Provisional Liquidators Appointed)
So Man Chun
Jong Yat Kit
Joint and Several Provisional Liquidators
Acting as agents of the Company without
personal liability

Hong Kong, 19 March 2021

As at the date of this announcement, the Board comprises Mr. Huang Shenglan as non-executive director; and Mr. Chan Kai Nang and Mr. Wong Wai Keung, Frederick as Independent non-executive Directors.