



THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 191 OF 2022 (CRJ)

IN THE MATTER OF CHINA U-TON FUTURE SPACE INDUSTRIAL GROUP  
HOLDINGS LTD. 中國優通未來空間產業集團控股有限公司  
AND IN THE MATTER OF THE COMPANIES ACT (2022 REVISION)  
AND THE GRAND COURT RULES 1995 ORDER 102

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**ORDER**

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UPON the Petition of the above named China U – Ton Future Space Industrial Group Holdings Ltd. 中國優通未來空間產業集團控股有限公司 (the “Company”)

AND UPON hearing Counsel for the Petitioner

AND UPON reading the said Petition, the Affirmation of Mok Kwan Leong affirmed on 9 September 2022, the First Affirmation of Ho Man Kit affirmed on 9 September 2022, the Affidavit of Margaret Dapaah-Dixon sworn on 9 November 2022, the Second Affirmation of Ho Man Kit affirmed 16 November 2022, and the exhibits thereto

IT IS ORDERED as follows:

1. The reduction of share capital as resolved by the Company on 27 June 2022 is confirmed.
2. Upon the date on which the Capital Reduction becomes effective:
  - (a) the issued and paid-up share capital of the Company be reduced by reducing the par value of each existing ordinary share with a par value of

HK\$0.10 of the Company from HK\$0.10 each to HK\$0.001 each by cancelling the paid-up share capital to the extent of HK\$0.099 on each existing ordinary share in issue on the Effective Date ("Capital Reduction") so that following the Capital Reduction each such issued existing ordinary share with a par value of HK\$0.10 shall be treated as one fully paid-up ordinary share with a par value of HK\$0.001 ("New Share(s)") in the share capital of the Company and any liability of the holders of such shares to make any further contribution to the capital of the Company on each such share shall be treated as satisfied and that the amount of issued share capital thereby cancelled be made available for issue of new shares of the Company;

- (b) the credit arising from the Capital Reduction be applied to set off against the accumulated losses of the Company as at the Effective Date and the directors of the Company be authorised to apply the balance of any such credit remaining in any manner as permitted by all applicable laws and the amended and restated memorandum and articles of association of the Company at such time as they may think fit;
- (c) immediately following the Capital Reduction becoming effective, each of the then authorised but unissued existing ordinary shares with a par value of HK\$0.10 be subdivided into 100 authorised but unissued New Shares with a par value of HK\$0.001 each in the share capital of the Company ("Sub-division") such that the current authorised share capital of the Company of HK\$400,000,000 divided into 4,000,000,000 ordinary shares of par value HK\$0.10 each shall become HK\$400,000,000 divided into 400,000,000,000 ordinary shares of par value HK\$0.001 each following the Capital Reduction and the Sub-division becoming effective;
- (d) each of the New Shares arising from the Capital Reduction and the Sub-division shall rank *pari passu* in all respects with each other and have rights

and privileges and be subject to the restrictions contained in the amended and restated memorandum and articles of association of the Company; and

- (e) the directors of the Company and Mr. Ho Man Kit and Ms. Kong Sze Man Simone, the joint and several liquidators of the Company, be and are hereby authorised to do all such acts and things and execute all such documents, which are ancillary to the Capital Reduction and the Sub-division and of administrative nature, on behalf of the Company, including under seal where applicable, as they may consider necessary or expedient to give effect to the Capital Reduction and the Sub-division.”

AND THE COURT HEREBY APPROVES the Minute set forth in the Schedule hereto.

AND IT IS ORDERED that this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Minute.

AND IT IS ORDERED that notice of the registration by the Registrar of Companies of this Order and of the said Minute be published once in the next available issue of the Cayman Gazette and in The Standard in Hong Kong within 21 days of such registration.

Dated this 22 day of November 2022

Filed this 22 day of November 2022



**THE HON. JUSTICE RICHARDS K.C.  
JUDGE OF THE GRAND COURT**

This Order was filed by Conyers Dill & Pearman LLP, Attorneys-at-Law for and on behalf of the Petitioner herein whose address for service is SIX, Cricket Square, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands.

## The Schedule

*“The issued and paid up share capital of China U-Ton Future Space Industrial Group Holdings Ltd. 中國優通未來空間產業集團控股有限公司 (the “Company”) was by virtue of a Special Resolution passed on 27 June 2022 and with the sanction of an Order of the Grand Court of the Cayman Islands dated 22 November 2022, reduced from HK\$0.10 per each existing ordinary share to HK\$0.001 per each existing ordinary share (the “Capital Reduction”). Upon the Capital Reduction becoming effective, each authorised but unissued existing ordinary share of HK\$0.10 each was subdivided into 100 authorised but unissued ordinary shares of HK\$0.001 each in the share capital of the Company. At the date of the registration of this Minute, the authorised share capital of the Company is HK\$400,000,000 divided into 400,000,000,000 ordinary shares of HK\$0.001 each.”*