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天譽置業(控股)有限公司
SKYFAME REALTY (HOLDINGS) LIMITED

(Provisional Liquidators Appointed)
(For Restructuring Purposes)

(Incorporated in Bermuda with limited liability)

**(Stock Code: 00059 and Bonds Stock Code: 5310, 5311,
5367, 5379, 5567, 5580, 5602, 5626, 5821 and 5855)**

**NOTICE OF SECOND MEETING OF
THE CREDITORS OF THE COMPANY**

This announcement is made by Skyfame Realty (Holdings) Limited (the “**Company**”) pursuant to Rule 13.09, Rule 13.25, Rule 37.47A, Rule 37.47B and Rule 37.47E of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

1 Notice is now given that an online conference meeting of the creditors of the Company will be held on:

Date: 30 January 2023 (Hong Kong) / 29 January 2023 (Bermuda)

Meeting time: 10:00 am (Hong Kong time) / 10:00 pm (Bermuda time)

Notice: Please confirm your attendance by email to the joint provisional liquidators of the Company (the “**JPLs**”) at project.phoenix@parthenon.ey.com **on or before 4:00 pm on 27 January 2023 (Hong Kong time)**. We will provide you with the meeting invitation upon verification and confirmation of the documents that you have submitted are complete and accurate. Only those who have confirmed attendance and submitted the relevant documents will be admitted. (Creditors **must** submit the documents mentioned in items 4 and 5 below to confirm their attendance).

In light of the COVID-19 pandemic, the meeting shall be conducted by way of online conference. No physical place of meeting will be made available.

2 The purpose of the meeting is to:

- (a) report the work progress of the JPLs;
 - (b) explain the restructuring terms;
 - (c) consider the formation of the Informal Creditors' Committee; and
 - (d) Any other business (if any).
- 3 Attendance at this meeting is not compulsory. Creditors who wish to attend can do so by way of self-attendance (applicable for individual creditors), by proxy or by attorney.
- 4 Creditors (either individuals or corporations) **must** complete and submit the Form of Proxy (**Annexure A**) and Debt Confirmation Form (**Annexure B**) prior to the meeting (if you have submitted Annexure B previously and have no further update on the claim amount, it is not necessary to submit this again).
- 5 For creditors who appoint attorneys to attend the meeting, in addition to submitting a Form of Proxy (**Annexure A**), the creditors' attorneys must provide the JPLs with their appointment by email.

Shareholders of the Company and other investors are advised to exercise caution when dealing in the securities of the Company and, if in doubt, may seek professional advice from their own professional or financial advisors.

By order of the Board
Skyfame Realty (Holdings) Limited
(Provisional Liquidators Appointed)
(For Restructuring Purposes)
YU Pan
Chairman

Hong Kong, 13 January 2023

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. YU Pan (Chairman), Mr. WANG Chenghua and Mr. JIN Zhifeng; one non-executive Director, namely Ms. WANG Kailing; and three independent non-executive Directors, namely Mr. WEN Xiaojing, Mr. CUI Yuan and Ms. TANG Yu.

Skyfame Realty (Holdings) Limited
(Provisional Liquidators Appointed) (For Restructuring Purposes) (the “Company”)
FORM OF PROXY FOR SECOND MEETING OF THE CREDITORS OF THE COMPANY

I/We (Note 1), _____, of _____ being a creditor of the Company HEREBY APPOINT (Note 2) _____ of _____ as my/our proxy to act for me/us at the Second Meeting of Creditors convened by the Joint Provisional Liquidators to be held at 10:00 am on 30 January 2023 (Hong Kong time).

Please mark any boxes with an **x**

Proxy vote (Note 3)

	FOR	AGAINST	ABSTAIN
Resolution 1 – Formation of the Informal Creditors’ Committee			

Signature: _____ (Note 4)

Name: _____

Position: _____

(Only applicable to a creditor who is a corporation)

Date: _____

Notes:

- (1) Full name and address to be inserted in **BLOCK CAPITALS**. For individual creditors, even you attend the online conference in person, you are required to duly complete and submit this Form of Proxy.
- (2) Insert the name and address of the proxy desired in the space provided. **Any alteration made to this Form of Proxy must be initialled by the person who signs it.** The proxy need not be a creditor but must attend the relevant meeting in by way of conference meeting to represent you.
- (3) **IMPORTANT:** If you wish to vote for a resolution, mark “X” in the corresponding box under the column “For”. If you wish to vote against a resolution, mark “X” in the corresponding box under the column “AGAINST”. Failure to mark in either box will entitle your proxy to cast your vote at his discretion or abstain. Your proxy will also be entitled to vote at his discretion or abstain on any resolution properly put to the meeting other than that referred to in the Notice convening the meeting.
- (4) For individual creditors, this Form of Proxy must be signed by you or your attorney duly authorised in writing. For creditors who are corporations must be either under its common seal or under the hand of an officer or attorney duly authorised.
- (5) You are requested to lodge this Form of Proxy or other authority (if any) under which it is signed or a notarially certified copy thereof, to the Joint Provisional Liquidators at Email: project.phoenix@parthenon.ey.com on or before 4:00 pm (Hong Kong time) on 27 January 2023.
- (6) Completion and return of this Form of Proxy will not preclude you from attending and voting in on the meeting held by telephone conference, but in such event this Form of Proxy will be deemed to have been revoked. (applicable to individual creditors)

**Supreme Court of Bermuda
Companies (Winding-up) No. 199 of 2022
Skyfame Realty (Holdings) Limited
(Provisional Liquidators Appointed) (For Restructuring Purposes)**

Debt Confirmation Form

1	Creditor's name	
2	Creditor's address and relevant contact details	
3	Amount of debt (Please state relevant currency)	
	Principal	
	Interest (if any)	
	Total	
4	Summarises the basis upon which the debt arises	
5	List of supporting documentation (copies of which must be attached)	

6	Summaries basis for interest	
7	Interest calculation	
8	Particulars of any security held including a list of the relevant documentation	
9	Value of the security and date of valuation	

Dated:

[Signature of Creditor]

[Please state the name of the person signing the debt confirmation form, the capacity in which he or she is authorised to sign on behalf of the creditor and his or her contact details]

**Skyfame Realty (Holdings) Limited
(Provisional Liquidators Appointed) (For Restructuring Purposes) (the "Company")**

INFORMAL CREDITORS' COMMITTEE NOMINATION FORM

I/We _____

of _____

being a creditor of the Company wish to nominate:

[name of the creditor]

of _____

[address of the creditor]

as a member of the informal creditors' committee (the "**Informal Creditors' Committee**") in respect of the Company

Signature: _____ (Note 1)

Name: _____

Position: _____

(Only applicable to a creditor who is a corporation)

Date: _____

Notes:

1. For individual creditors, this Nomination Form must be signed by you or your attorney duly authorised in writing. For creditors who are corporations must be either under its common seal or under the hand of an officer or attorney duly authorised.
2. The actual member of the Informal Creditors' Committee must be a creditor of the Company.
3. The members of Informal Creditors' Committee will be obliged to maintain confidentiality and put the interests of creditors as a whole above their own. Therefore, Informal Creditors' Committee members must sign and submit confidentiality agreements. At the same time, the ability of committee members to trade securities issued by the listed company will also be restricted.
4. Nominations for the Informal Creditors' Committee will not be accepted at the second meeting. Any creditor wishing to stand for election to the Informal Creditors' Committee should complete and return this form by email to project.phoenix@parthenon.ey.com on or before 4:00 pm on 27 January 2023 (Hong Kong time).

**Skyfame Realty (Holdings) Limited
(Provisional Liquidators Appointed for Restructuring Purposes)
(the "Company")**

Voting Form

Creditor: _____

Amount for voting purpose: _____

Proxy: _____

I/ We nominate the following nominees as members of the Informal Creditors' Committee:

	Nominee's Name
Category 1	<p>1. _____</p> <p>2. _____</p>
Category 2	<p>1. _____</p> <p>2. _____</p>
Category 3	<p>1. _____</p> <p>2. _____</p>

Note: Three nominees in each class supported by the highest value of claim of the respective class of creditors present and vote in the second meeting of creditors will be elected as the member of the Informal Creditors Committee.

.....
Proxy's signature