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Global Brands Group Holding Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 787)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “**Meeting**”) of Global Brands Group Holding Limited (the “**Company**”) will be held at Ground Floor, Hong Kong Spinners Industrial Building, Phases I & II, 800 Cheung Sha Wan Road, Kowloon, Hong Kong on 24 May 2021 at 11:30 a.m. (or, in the event that a black rainstorm warning signal or tropical cyclone warning signal no. 8 or above is in force in Hong Kong at 9:30 a.m. on that day, at the same place on 25 May 2021 at 11:30 a.m.) for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“THAT:

- (a) the unit purchase agreement dated 29 April 2021 entered into between Global Brands (Hong Kong) Limited (a wholly owned subsidiary of the Company), and Alpha Vista Investment Co., Ltd. in relation to the sale and purchase of the Target Business (as defined in the circular (the “**Circular**”) of the Company dated 6 May 2021) (a copy of which marked “A” has been produced to the Meeting and initialled by the chairman of the Meeting for the purpose of identification) (the “**Transaction**”) be and is hereby approved, ratified and confirmed;
- (b) all transactions contemplated under the Transaction Documents (as defined in the Circular) be and are hereby approved, ratified and confirmed; and

(c) any director of the Company be and is hereby authorised for and on behalf of the Company to execute (including affixing the seal of the Company in accordance with the bye-laws of the Company to) all such documents and do all such acts and things as he/she may in his/her absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the Transaction and the transactions contemplated under the Transaction Documents and all matters incidental or ancillary thereto.”

By Order of the Board
Global Brands Group Holding Limited
Joyce NG Sau Kuen
Company Secretary

Hong Kong, 6 May 2021

Notes:

1. Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint more than one proxy to attend and vote on behalf of him. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such an event, the instrument appointing a proxy shall be deemed to be revoked.
3. The record date for determining shareholders' right to attend and vote at the Meeting is 21 May 2021. Shareholders whose names appear on the Register of Members of the Company on 21 May 2021 are entitled to attend and vote at the Meeting. In order to qualify for the event, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East Road, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on 21 May 2021.

4. Precautionary measures for the Meeting

In view of the COVID-19 pandemic (including relevant regulatory restrictions as imposed by the Hong Kong Government), the Company will implement the following precautionary measures at the Meeting:

- (i) Compulsory body temperature check for each attendee
- (ii) Wearing of a surgical face mask throughout the meeting by each attendee
- (iii) No provision of refreshments or beverages
- (iv) No distribution of corporate gift

The Company strongly recommends shareholders to exercise their rights to vote at the Meeting by appointing the chairman of the Meeting as their proxies and to return their forms of proxy by the time specified above, instead of attending the Meeting in person.

5. Bad weather arrangements:

The Meeting will be held on 24 May 2021 as scheduled regardless of whether or not an amber or red rainstorm warning signal is in force in Hong Kong at any time on that day. However, if a black rainstorm warning signal or a tropical cyclone warning signal no. 8 or above is in force in Hong Kong at 9:30 a.m. on 24 May 2021, the Meeting will not be held on that day but will be automatically postponed and, by virtue of this notice, be held at the same place on 25 May 2021 at 11:30 a.m. instead.

Shareholders may call the hotline at (852) 2300 2787 or visit the website of the Company at www.globalbrandsgroup.com for details of the postponement and alternative meeting arrangements. Shareholders should make their own decision as to whether they would attend the Meeting under bad weather conditions having regard to their own situation and if they should choose to so do, they are advised to exercise care and caution.

As at the date of the notice, the Board comprises one Non-executive Director, namely William Fung Kwok Lun (Chairman); one Executive Director, namely Richard Nixon Darling (Chief Executive Officer) and five Independent Non-executive Directors, namely Paul Edward Selway-Swift, Stephen Harry Long, Allan Zeman, Audrey Wang Lo and Ann Marie Scichili.