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AKM Industrial Company Limited

安捷利實業有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 1639)

HCMP No. 525/2022

**IN THE HIGH COURT OF THE
HONG KONG SPECIAL ADMINISTRATIVE REGION
COURT OF FIRST INSTANCE
MISCELLANEOUS PROCEEDINGS NO. 525 OF 2022**

IN THE MATTER OF

**AKM INDUSTRIAL COMPANY LIMITED
安捷利實業有限公司**

AND

**IN THE MATTER OF
THE COMPANIES ORDINANCE,
CHAPTER 622 OF THE LAWS OF
THE HONG KONG SPECIAL ADMINISTRATIVE REGION**

**SCHEME OF ARRANGEMENT
Under Section 673 of the Companies Ordinance,
Chapter 622 of the Laws of the Hong Kong Special Administrative Region**

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order (the “**Order**”) dated 25 May 2022 made in the above matters, the High Court (the “**Court**”) of the Hong Kong Special Administrative Region (“**Hong Kong**”) has directed that a meeting (the “**Meeting**”) of the holders of Scheme Shares (as defined in the Scheme referred to below) be convened for the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement (the “**Scheme**”) proposed to be made between AKM Industrial Company Limited (the “**Company**”) and the Scheme Shareholders (as defined in the Scheme), and that the Meeting will be held at Rooms 2708-11, West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong on Wednesday, 22 June 2022 at 10:00 a.m. (Hong Kong time).

A copy of the Scheme and a copy of the explanatory statement (the “**Explanatory Statement**”) explaining the effect of the Scheme, required to be furnished pursuant to section 671 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), are incorporated in the composite scheme document dated 31 May 2022 of which this notice forms part (the “**Scheme Document**”), which has been despatched by post to the shareholders of the Company with registered addresses in Hong Kong and the shareholders of the Company with registered addresses outside Hong Kong. A copy of the Scheme Document can also be obtained by any person entitled to attend the Meeting during usual business hours on any day prior to the day appointed for the said meeting (other than a Saturday, a Sunday or a public holiday in Hong Kong) (a) at the Company’s share registrar and transfer office, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong; and (b) at the office of the Company’s legal adviser, Tracy Ong & Co., at 3908A, 39th Floor, Jardine House, 1 Connaught Place, Central, Hong Kong. The Scheme Document is also available at www.akmcompany.com.

Shares in the Company held by the Joint Offerors do not form part of the Scheme Shares and will not be voted at the Court Meeting. Mr. Xiong Zheng Feng, being a party acting in concert (as defined in the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”)) with the Joint Offerors, has irrevocably undertaken not to vote at the Court Meeting. Only shares of the Company held by the holders of disinterested shares (as defined under Note 6 to Rules 2.2, 2.10 and 2.11 in the Takeovers Code) as at the Meeting Record Date will be counted for the purpose of approving the Scheme at the Court Meeting.

The holders of the Scheme Shares as at the Meeting Record Date may vote in person at the Meeting or they may appoint another person, whether a member of the Company or not, as their proxy to attend and vote in their stead. A **pink** proxy form for use at the Meeting is enclosed with the Scheme Document.

Where there are joint registered holders of any shares of the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such shares of the Company as if he/she/it were solely entitled thereto, but if more than one of such joint registered holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares of the Company shall alone be entitled to vote in respect thereof.

It is requested that the form appointing proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power or authority (in the case of a corporation either under its common seal or under the hand of an attorney or a duly authorised officer on its behalf and to the satisfaction of the directors of the Company), be delivered to the Company's share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time for holding the Meeting (i.e. on or before Monday, 20 June 2022 at 10:00 a.m. (Hong Kong time)) or any adjourned meeting thereof. The **pink** form of proxy may alternatively be handed to the chairman of the Court Meeting at the Court Meeting who shall have absolute discretion as to whether or not to accept it. Proxy form sent electronically will not be accepted.

Completion and return of the proxy form will not preclude a holder of the Scheme Share(s) as at the Meeting Record Date from attending and voting in person at the Meeting or any adjourned meeting thereof. In the event that a holder of the Scheme Share(s) attends and votes at the Meeting or any adjourned meeting thereof after having lodged his/her/its proxy form, his/her/its returned proxy form shall be deemed to be revoked.

For the purpose of determining the entitlement to attend and vote at the Meeting, the register of members of the Company will be closed from Friday, 17 June 2022 to Wednesday, 22 June 2022 (both days inclusive) during which period, no transfer of shares of the Company will be registered. In order to qualify to attend and vote at the Meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Shops 1712 – 1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. (Hong Kong time) on Thursday, 16 June 2022.

In order to facilitate the prevention and control of the spread of the novel coronavirus disease (COVID-19) and to safeguard the health and safety of the holders of the Scheme Shares, the Company encourages the holders of the Scheme Shares as at the Meeting Record Date to consider appointing the chairman of the Meeting as his/her/its proxy to vote on the resolutions at the Meeting as an alternative to attending the Meeting in person. Holders of the Scheme Shares are reminded to indicate his/her/its voting instructions on the proxy form.

By the same Order, the Court has appointed Mr Hung Chi Yuen Andrew (an independent non-executive director of the Company), or failing him, Ms Hung Ching Yuen (company secretary of the Company), to act as chairman of the Meeting and has directed the chairman of the Meeting to report the result thereof to the Court.

The Scheme will be subject to the subsequent sanction of the Court as set out in the Explanatory Statement contained in the Scheme Document.

Dated this 31st day of May 2022.

Tracy Ong & Co.
3908A, 39th Floor
Jardine House,
1 Connaught Place, Central,
Hong Kong
Solicitors for the Company

As at the date of this notice, the board of directors of the Company comprises:

- *Executive Director*
Mr Xiong Zheng Feng (Chairman and Executive Director)
- *Non-executive Directors*
Mr Gao Xiaoguang, Mr Jia Junan, Mr Wang Chunsheng, Ms Zhang Xiaoming and Mr Liu Jianzhe;
and
- *Independent Non-executive Directors*
Mr Hung Chi Yuen Andrew, Mr Cui Zheng and Mr Zhang Guo Qi