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GREATVIEW ASEPTIC PACKAGING COMPANY LIMITED
紛美包裝有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 00468)

**PROPOSED ADOPTION OF THIRD AMENDED AND
RESTATED ARTICLES OF ASSOCIATION OF THE COMPANY**

This announcement is made by Greatview Aseptic Packaging Company Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) announces that the Board proposes to amend the existing articles of association of the Company (“**Existing Articles**”) by way of adoption of the third amended and restated articles of association (“**Amended and Restated Articles**”) in substitution for and to the exclusion of the Existing Articles in order to bring the articles of association of the Company in alignment with Appendix 3 of the Listing Rules which has come into effect on 1 January 2022, as well as to make certain other housekeeping amendments (collectively, the “**Proposed Amendments**”).

The major Proposed Amendments include, among others:

- (i) to provide that the period of closure of register of members may be extended for a further period or periods not exceeding 30 days in respect of any year if approved by shareholders of the Company (the “**Shareholders**”) by ordinary resolution;
- (ii) to provide that an annual general meeting of the Company (“**AGM**”) shall be held for each financial year and within 6 months after the end of the Company’s financial year;
- (iii) to provide that an AGM shall be called by notice of at least 21 clear days and all other general meetings shall be called by notice of at least 14 clear days, but the Company may convene a general meeting on shorter notice by (in case of an AGM) all Shareholders entitled to attend and vote at the meeting and (in case of other general meetings) by a majority in number of the Shareholders having the right to attend and vote at the meeting, being a majority together representing at least 95% in nominal value of the issued shares giving that right at the meeting;

- (iv) to provide that any one or more Shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company, on a one vote per share basis, shall have the right, by written requisition to the Board or the secretary of the Company, to require an extraordinary general meeting to be convened and add resolutions to a meeting agenda;
- (v) to provide that all Shareholders have the right to speak and vote at a general meeting except otherwise provided in the Listing Rules;
- (vi) to provide that a director (“**Director**”) appointed by the Board to fill a casual vacancy or as an additional Director shall hold office until the first AGM after his/her appointment and shall then be eligible for re-election;
- (vii) to provide that the appointment, removal and remuneration of auditors must be approved by way of ordinary resolution of the Company;
- (viii) to provide that the Directors may fill any casual vacancy of the Company’s auditors and the remuneration of any auditors so appointed in such circumstances may be fixed by the Board, and that such auditors shall hold office until the next following AGM and shall then be subject to appointment by the Shareholders at such remuneration to be determined by the Shareholders;
- (ix) to empower the chairman of a general meeting to adjourn the meeting;
- (x) to provide that the financial year of the Company shall end on the 31st day of December in each year; and
- (xi) to make other miscellaneous and housekeeping amendments to update or clarify the provisions of the Existing Articles where it is considered desirable or to better align the wordings with the Listing Rules and the applicable laws of the Cayman Islands.

The proposed adoption of the Amended and Restated Articles is subject to the approval of the Shareholders by way of a special resolution at the forthcoming AGM to be held on Tuesday, 27 June 2023 and, if approved, will become effective upon such approval. A circular containing, among other matters, details of the Proposed Amendments, together with the notice convening the forthcoming AGM, will be despatched to the Shareholders in due course.

By order of the Board
Greatview Aseptic Packaging Company Limited
BI Hua, Jeff
Chief Executive Officer and Executive Director

Beijing, the People’s Republic of China, 17 May 2023

As at the date of this announcement, the Board comprises two executive directors, namely Mr. BI Hua, Jeff and Mr. CHANG Fuquan; two non-executive directors, namely, Mr. HONG Gang and Mr. PANG Yiu Kai (his alternate being Mr. SUN Yanjun); and three independent non-executive directors, namely Mr. LUETH Allen Warren, Mr. BEHRENS Ernst Hermann and Mr. ZHU Jia.