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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 APPOINTMENT OF DIRECTORS

AND

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

THE BOARD RECOMMENDS SHAREHOLDERS TO:

VOTE AGAINST

THE PROPOSED APPOINTMENT OF DIRECTORS

A notice convening the Extraordinary General Meeting of Greatview Aseptic Packaging Company Limited (the “**Company**”) to be held at No. 7 Conference Room, the headquarters of the Company, A1-4/2F, No. 14 Jiuxianqiao Road, Chaoyang District, Beijing, the PRC on Friday, 18 October 2024 at 1:30 p.m. is set out on pages 15 to 16 of this circular. A form of proxy for use at the Extraordinary General Meeting is also enclosed. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.greatviewpack.com). Whether or not you intend to be present at the meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. **Completion and return of the form of proxy will not preclude you from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof should you so wish.**

2 October 2024

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Articles”	the articles of association of the Company in effect from time to time
“Board”	the board of Directors
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“Company” or “Greatview”	Greatview Aseptic Packaging Company Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“China” or “PRC”	the People’s Republic of China which, for the purpose of this circular, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC, and Taiwan
“Director(s)”	the director(s) of the Company
“Extraordinary General Meeting” or “EGM”	the extraordinary general meeting of the Company to be held at No. 7 Conference Room, the headquarters of the Company, A1-4/2F, No. 14 Jiuxianqiao Road, Chaoyang District, Beijing, the PRC on Friday, 18 October 2024 at 1:30 p.m. or any adjournment thereof and notice of which is set out on pages 15 to 16 of this circular
“Group”	the Company and all or any of its subsidiaries
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Board Committee”	has the meaning ascribed to it in the Company’s announcement dated 27 May 2024
“Independent Shareholders”	has the meaning ascribed to it in the Company’s announcement dated 27 May 2024

DEFINITIONS

“Latest Practicable Date”	26 September 2024, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“NASDAQ”	the Nasdaq Stock Market
“Notice of EGM”	the notice of the EGM as set out on pages 15 to 16 of this circular
“Offer”	has the meaning ascribed to it in the Company’s announcement dated 8 July 2024
“Offeror”	has the meaning ascribed to it in the Company’s announcement dated 8 July 2024
“Proposed Appointment”	the proposed appointment of the Proposed Directors by the relevant resolutions contained in the Requisition Notice proposed by the Requisitionist
“Proposed Directors”	the individuals proposed by the Requisitionist to be appointed as Directors at the EGM, namely (i) Mr. Choi Sum Shing Samson as non-executive Director; and (ii) Ms. Kou Chung Yin Mariana as independent non-executive Director, details of whom are set out in Appendix I to this circular
“Requisition”	the subject requisition contained in the Requisition Notice relating to the convening of an extraordinary general meeting of the Company for the purpose of considering and, if thought fit, passing the ordinary resolutions of the Company relating to the Proposed Appointment
“Requisition Notice”	a notice of requisition dated 20 August 2024 and received by the Board on 21 August 2024 from HKSCC Nominees as the nominee holder of the relevant Shares held by the Requisitionist through the CCASS participant, CMB Wing Lung Bank Limited, setting out the Requisition
“Requisitionist”	Jingfeng Holding Limited, the Offeror

DEFINITIONS

“Shandong Xinjufeng”	Shandong Xinjufeng Technology Packaging Co., Ltd.* (山東新巨豐科技包裝股份有限公司), being a company incorporated in the PRC with limited liability which primarily carry on the business of supplying aseptic packaging in the PRC with its subsidiaries, and whose shares are listed on the ChiNext Market of the Shenzhen Stock Exchange
“Share(s)”	ordinary share(s) of nominal value of HK\$0.01 each of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	The Code on Takeovers and Mergers
“%”	percent

* *For identification purpose only*

LETTER FROM THE BOARD



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

(incorporated in the Cayman Islands with limited liability)

(Stock code: 00468)

Executive Directors:

Mr. BI Hua, Jeff (*Chief Executive Officer and Chairman*)

Ms. QI Zhaohui

Non-executive Directors:

Mr. CHANG Fuquan

Ms. WEI Wei

Independent Non-executive Directors:

Mr. LUETH Allen Warren

Mr. GUO Kai

Mr. TANGEN Einar Hans

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

Principal place of business in

Hong Kong:

31/F., Tower Two

Times Square

1 Matheson Street

Causeway Bay

Hong Kong

2 October 2024

To the Shareholders

Dear Sir or Madam

PROPOSED APPOINTMENT OF DIRECTORS
AND
NOTICE OF THE EXTRAORDINARY GENERAL MEETING

INTRODUCTION

References are made to the announcements of the Company dated 22 August 2024, 10 September 2024 and 26 September 2024.

The purpose of this circular is to (i) provide Shareholders with information relating to the background of the Requisition Notice and the resolutions to be proposed at the EGM relating to the Proposed Appointment; (ii) set out the recommendation of the Board, including all independent non-executive Directors, in relation to the resolutions to be proposed at the EGM; and (iii) give Shareholders Notice of EGM.

LETTER FROM THE BOARD

BACKGROUND OF THE REQUISITION NOTICE

On 21 August 2024, the Board received the Requisition Notice from HKSCC Nominees, which stated that at the request of its CCASS participant, CMB Wing Lung Bank Limited, it has, in its capacity as the nominee holder of the relevant Shares held by the Requisitionist through CMB Wing Lung Bank Limited, submitted a notice of requisition to the Board requiring the Company to convene an extraordinary general meeting and issue to the Shareholders a notice for such extraordinary general meeting for the purpose of considering and, if thought fit, passing ordinary resolutions to appoint the Proposed Directors as mentioned in the section headed “Proposed Appointment of Directors by the Requisitionist” below as Directors.

In the Requisition Notice, the Requisitionist has stated that the Proposed Appointment would be for the interest of the Company and the Shareholders as a whole.

Pursuant to Article 58 of the Articles, any one or more members 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 at all times have the right, by written requisition to the Board or the secretary of the Company, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in or add resolution(s) to such requisition, and such meeting shall be held within two (2) months after the deposit of such requisition.

In the Requisition Notice which was received by the Board on 21 August 2024, HKSCC Nominees has stated that, as at the date of the Requisition Notice, the relevant number of Shares that it held as the nominee holder and which are beneficially owned by the Requisitionist through CMB Wing Lung Bank Limited amounted to 377,132,584 Shares, representing approximately 26.80% of the issued share capital of the Company.

PROPOSED APPOINTMENT OF DIRECTORS BY THE REQUISITIONIST

According to the proposed resolutions of the Requisitionist for the Proposed Appointment, the following Proposed Directors will be appointed with immediate effect subject to and upon the passing of the relevant proposed ordinary resolutions of the Requisitionist at the EGM, which has been reproduced in the Notice of EGM:

1. Mr. Choi Sum Shing Samson, as non-executive Director; and
2. Ms. Kou Chung Yin Mariana, as independent non-executive Director.

The biographical details of the Proposed Directors, which have been reproduced from the Requisition Notice, are set out in Appendix I to this circular. Such particulars of the Proposed Directors have not been independently verified by the Company or the Board.

The Board has consulted the Company’s Cayman Islands legal advisors and was advised that under Cayman Islands laws and the Articles, where a Shareholder requests an extraordinary general meeting to propose certain individuals to be elected as Directors, as in the case with the

LETTER FROM THE BOARD

Requisition Notice concerning the Proposed Directors, neither the Board nor the nomination committee of the Company has the authority to mandate an assessment or recommendation of such individuals before they can be considered as eligible candidates and elected by the Shareholders at such extraordinary general meeting.

Shareholders are referred to (i) the observations made by the Board, including the independent non-executive Directors, on the Proposed Appointment in the section headed “Observations of the Board” of this circular; and (ii) recommendations made by the Board, including the independent non-executive Directors, in the section headed “Recommendation” of this circular.

OBSERVATIONS OF THE BOARD

All of the members of the Board, including the independent non-executive Directors, have carefully considered the Proposed Appointment, and are of the unanimous opinion that the Proposed Appointment **would not be in the best interest** of the Company and the Shareholders as a whole and accordingly, the Board unanimously recommends Shareholders to **vote against** all of the resolutions proposed by the Requisitionist at the EGM. The reasons for the Board’s opinion are as follows:

The impact on the Group’s business and financial capacities, and potential legal actions against the Group by the Group’s largest customer

1. The ultimate holding company of the Requisitionist is Shandong Xinjufeng, the business of which **competes directly** with that of the Group. In fact, as mentioned in the Company’s interim results announcement dated 30 August 2024, the consolidated sales revenue of the Company’s PRC business segment for the six months ended 30 June 2024 decreased by approximately 23.0%, due in part to the decrease in sales volume resulting from intensified competition from a number of local competitors, including but not limited to Shandong Xinjufeng, the parent company of the Requisitionist.
2. Some of the Group’s customers have informed the Company that since Shandong Xinjufeng (a direct competitor of the Group) is the ultimate holding company of the Requisitionist, they are concerned that certain commercial secrets and sensitive information of the Group, including but not limited to its pricing strategies, business development plans and customer information may become accessible to the Proposed Directors as nominated by the Requisitionist if they are successfully elected as Directors.
3. As previously mentioned in the Company’s announcement dated 31 May 2023, certain subsidiaries of the Group have entered into a framework agreement with the Group’s largest customer (“**Customer A**”) pursuant to which Customer A may purchase various types of packaging materials from the Group from time to time in accordance with this framework agreement. In particular, certain subsidiaries of the Group were required to give an undertaking under the framework agreement that, amongst other

LETTER FROM THE BOARD

- things, they shall prevent any of Customer A's competitors or their related parties (which would include the Requisitionist's Proposed Directors) from participating (whether directly or indirectly) in any decision-making or execution by the Group of its business affairs with Customer A. The appointment of Proposed Directors is likely to constitute a breach of this undertaking, resulting in Customer A having the right to terminate the framework agreement and commence legal proceedings against the Group for such a breach.
4. Some of the Group's customers have written to the Company to say that the reason why they chose to do business with the Group is because they perceive the Group as a leading international supplier with global capabilities to offer packaging products with the same quality and consistency as other leading international suppliers and in that regard, there is value in the Company being perceived as an international company that focuses on the quality of its products as well as its environmental, social and governance obligations. These customers have further expressed grave concerns that, with the Requisitionist acquiring an approximately 28.22% shareholding in the Company in 2023 and now attempting to introduce their nominated candidates to become members of the Board, the Group will lose its value and as a result of being viewed as becoming more and more like a PRC supplier, and there is no longer any value in placing purchase orders with the Group as there are other readily available PRC suppliers that can offer even cheaper prices than those offered by the Group.
5. Following one of the Group's banks withdrawing its credit facilities to the Group and requiring the Group to repay its bank loan immediately last year when it first learnt about the Requisitionist's attempt to purchase an approximately 28.22% shareholding in the Company last year, negotiations have been taking place between the Company and that bank for the possibility of re-granting credit facilities to the Group once again. However, that bank made its final decision not to re-grant credit facilities to the Group after becoming aware of the Offer being made by the Requisitionist. The Board fears that, if the Proposed Appointment becomes effective, **more banks and financial institutions may follow suit and withdraw their financial support** for the Group and also **require the Group to repay its bank borrowings immediately**, creating liquidity problems and operational difficulties for the Group in an already competitive global aseptic packaging industry.

Conflicts of interests with the Group

6. Mr. Choi Sum Shing Samson is currently a consultant to the Requisitionist as enclosed in the Requisition Notice. Given that Mr. Choi is **a service provider to the Requisitionist** which, as outlined in paragraph 1, is a subsidiary of Shandong Xinjufeng, the business of which competes directly with that of the Group. If Mr. Choi is elected as a Director of the Company, potential conflicts of interest may arise between the Group and the Requisitionist, and Mr. Choi's business relationship with the Requisitionist might be damaged if he does not act in accordance with the wishes of the Requisitionist.

LETTER FROM THE BOARD

Effects of the Requisitionist, which is the Offeror, adding directors to the Board during the Offer period as defined in the Takeovers Code

7. The Board has also noted the open letter issued by Mr. BI Hua, Jeff, who is an executive Director of the Company, and Mr. CHANG Fuquan, who was the former executive Director (and now non-executive Director) to the Shareholders dated 27 June 2024, in which Mr. Bi and Mr. Chang noted that the structure of the Offer raises queries as to the true motivations behind the Offeror, in which the worst outcome for Shareholders is that the Offer is never made but the Offeror uses it to take control of the Board. The Board fears that if the Proposed Directors are appointed to the Board at the EGM, the Requisitionist (who is also the Offeror) may raise further requisitions in the future to add further candidates of its choosing as directors of Greatview which might eventually lead to this outcome as set forth in the open letter.
8. Given that both Ms. Kou and Mr. Choi were nominated by the Requisitionist, who is also the Offeror as set forth in the Requisitionist's announcement published on the website of the Stock Exchange on 9 May 2024, the Board questions **the impartiality of Ms. Kou and Mr. Choi and fears they would not be independent** or suitable to **give impartial independent advice to the Independent Shareholders in respect of the Offer and whether or not the terms of the Offer are fair and reasonable and as to the acceptance of the Offer if they were to sit on the Independent Board Committee.**

Concerns about management experience

9. According to the announcements and publicly available information of Cinese International Group Holdings Limited, which is a company listed on the main board of the Stock Exchange under stock code 1620 ("**Cinese International**"), Ms. Kou has been its executive director, chairperson, and the chief executive officer since July 2021. According to the 2023 annual report of Cinese International, Ms. Kou is responsible for overseeing the operations, strategic management, finance functions and business development of Cinese International and its subsidiaries. **Given the importance of the role of the chief executive officer in a listed company, which is often one of the highest ranked officers charged with the active management of an organisation and other onerous responsibilities, coupled with Ms. Kou's assumption of the role of executive director and chairperson of Cinese International coupled with at the same time, also serving as an independent director at Aetherium Acquisition Corp., a listed company on NASDAQ. The Board fears Ms. Kou, pre-occupied with her onerous responsibilities of overseeing the operations, strategic management, finance functions and business development of Cinese International and its subsidiaries, may be unable reasonably to allocate sufficient time, attention and resources to discharge her role and duty as a director of Greatview.**
10. In this context and generally, the Board notes that based on the interim results announcement of Cinese International dated 30 August 2024, **Cinese International has recorded a 4,900% decrease in profit for the six months ended 30 June 2024** (HK\$28.8 million loss) compared with the same period in the previous year (HK\$0.6

LETTER FROM THE BOARD

million profit) where Ms. Kou has been the executive director, chairperson, and the chief executive officer of Cinese International since July 2021, in which she is responsible for overseeing Cinese International's operations, strategic management, finance functions and business development.

11. The Board has noted that whilst each of Mr. Choi and Ms. Kou is a director of Platt Nera International Limited, a company listed on the main board of the Stock Exchange under stock code 1949 (“**Platt Nera**”) and Cinese International, respectively, the industry and market capitalization of both Platt Nera and Cinese International are very different from Greatview. For example, Platt Nera is principally engaged in the provision of information technology integrated solutions and information technology support services, and the sale of equipment in Thailand, whilst Cinese International focuses on air ticket distribution, travel business process management, travel products and services and other business process management. These companies are very different from Greatview, which is principally engaged in the business of manufacturing, distribution and selling of paper packaging and filling machines to dairy and non-carbonated soft drink producers, as well as providing comprehensive solutions and services in aseptic packaging materials, filling machines and spare parts to producers of liquid dairy products and non-carbonated soft drinks. Furthermore, the market capitalization of Greatview as of the Latest Practicable Date is HK\$3.4 billion, whilst the market capitalization of Platt Nera and Cinese International as of the Latest Practicable Date is only HK\$241.4 million and HK\$62.4 million, respectively.

For the aforementioned reasonings in paragraphs 9 to 11 above, the Board questions the suitability of Ms. Kou and Mr. Choi and the Proposed Appointment.

Potential discrepancy in Mr. Choi's biography

12. In the Requisition Notice, the Requisitionist has enclosed a biography of each of Mr. Choi and Ms. Kou, which have been reproduced in Appendix I to this circular. In particular, the Board has noted that in relation to Mr. Choi's biography, the Requisitionist has stated that “Mr. Choi joined Deloitte Touche Tohmatsu in 2001 and has served as a partner of financial advisory function since June 2015”. However, based on available information, the Board has noted there is a potential discrepancy in Mr. Choi's biography as it has reasons to believe that Mr. Choi is no longer a partner at Deloitte Touche Tohmatsu as at the Latest Practicable Date and the Board suggests that Mr. Choi clarifies the position in good time prior to the EGM.

LETTER FROM THE BOARD

Sufficient capability of the existing Board

13. According to the Requisition Notice, the Requisitionist claims that the Proposed Appointment would be in the interest of the Company and the Shareholders as a whole. However, and beyond that, the Requisitionist has not offered any compelling reasons for adding the Proposed Directors to the Board. The existing members of the Board already have ample experience, competence and diversity to lead the Company.

RECOMMENDATION

Having considered the matters set out above, the Board is of the unanimous opinion that the costs and risks of including the Proposed Directors to the Board outweigh the benefits of it, and the Proposed Appointment **would not be in the best interest** of the Company and the Shareholders as a whole. Accordingly, the Board, including the independent non-executive Directors, recommends all the Shareholders to **vote against** the resolutions proposed by the Requisitionist at the EGM, being ordinary resolutions no. 1 and no. 2 contained in the Notice of EGM.

NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the Extraordinary General Meeting with the resolutions is set out on pages 15 to 16 of this circular.

FORM OF PROXY

A form of proxy for use at the Extraordinary General Meeting is enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.greatviewpack.com). Whether or not you intend to be present at the Extraordinary General Meeting, you are requested to complete the form of proxy and return it to the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in accordance with the instructions printed thereon not less than 48 hours before the time fixed for the holding of the Extraordinary General Meeting or any adjournment thereof. Completion and delivery of the form of proxy will not preclude Shareholders from attending and voting at the Extraordinary General Meeting if they so wish.

VOTING BY WAY OF POLL

Pursuant to Article 66(1) of the Articles and Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. The chairman of the Extraordinary General Meeting will therefore demand a poll for every resolution put to the vote at the Extraordinary General Meeting.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative shall have one vote for every fully paid Share of which he/she/it is the holder. A Shareholder entitled to more than one vote needs not use all his/her/its votes or cast all the votes he/she/it uses in the same way.

LETTER FROM THE BOARD

The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

CLOSURE OF REGISTER OF MEMBERS

The transfer books and register of members of the Company will be closed from Tuesday, 15 October 2024 to Friday, 18 October 2024, both days inclusive when no transfer of Shares will be effected. In order to qualify for attending and voting at the Extraordinary General Meeting, all transfers accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong branch share registrar, Tricor Investors Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 14 October 2024.

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular, save and except to the information contained in Appendix I to this circular, is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully

By order of the Board

Greatview Aseptic Packaging Company Limited

BI Hua, Jeff

Chief Executive Officer, Chairman and Executive Director

As at the date of this circular, the Board comprises two executive Directors, namely Mr. BI Hua, Jeff and Ms. QI Zhaohui; two non-executive Directors, namely, Mr. CHANG Fuquan and Ms. WEI Wei; and three independent non-executive Directors, namely Mr. LUETH Allen Warren, Mr. GUO Kai and Mr. TANGEN Einar Hans.

All the Directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this circular (save and except to the information contained in Appendix I to this circular which was supplied by the Requisitionist) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this circular have been arrived at after due and careful consideration and there are no other facts not contained in this circular, the omission of which would make any statement in this circular misleading.

The following information on the Proposed Directors are reproduced from the Requisition Notice. Particulars of the Proposed Directors as set out below have not been independently verified by the Company or the Board.

Mr. Choi Sum Shing Samson (蔡琛誠)

Mr. Choi Sum Shing Samson (蔡琛誠) (“**Mr. Choi**”), aged 46, obtained his bachelor’s degree in finance from Hong Kong University of Science and Technology in 2001.

Mr. Choi joined Deloitte Touche Tohmatsu in 2001 and has served as a partner of financial advisory function since June 2015. He has extensive experience in accounting and corporate finance and has led and advised clients in various merger and acquisition transactions by providing financial due diligence, merger and acquisition and post-deal integration advisory, corporate governance advisory as well as capital raising services in different sectors including consumers and retail, real estate, healthcare, media and entertainment, and fintech etc around the world.

Mr. Choi is a fellow member of the Association of Chartered Certified Accountants.

Mr. Choi is currently (i) an independent non-executive director at Platt Nera International Limited, a company listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 1949); and (ii) a consultant of Jingfeng Holding Limited. As at the date of this requisition, Jingfeng Holding Limited is a substantial shareholder of the Company holding approximately 26.80% of the total issued shares of the Company.

Notwithstanding that Mr. Choi is a consultant of Jingfeng Holding Limited, Mr. Choi, if elected, in performing his duties as a director of the Company, shall (a) act honestly and in good faith in the interests of the Company as a whole; (b) act for proper purpose; (c) avoid actual and potential conflicts of interest and duty; and (d) apply such degree of skill, care and diligence as may reasonably be expected of a person of his knowledge and experience and holding his office within the issuer.

Save as disclosed, Mr. Choi (i) does not hold any position with the Company and/or its subsidiaries; (ii) does not and did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this requisition, nor does he possess any major appointment or professional qualification; (iii) does not have any relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Company; and (iv) does not have any interest in shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571). There is no other matter concerning Mr. Choi’s appointment that is required to be brought to the attention of the shareholders of the Company, nor is there any information that is required to be disclosed under Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange.

Ms. Kou Chung Yin Mariana (高頌妍)

Dr. Kou Chung Yin Mariana (“**Dr. Kou**”), aged 40, obtained (i) a global executive doctor of education degree from the University of Southern California in the United States in May 2023; (ii) a master’s degree in business administration from Columbia Business School in the United States in May 2009; and (iii) a bachelor’s degree in business administration with magna cum laude and Raymond P. Kent Award from the University of Notre Dame in the United States in May 2005. Dr. Kou also attended the Stanford Innovation and Entrepreneurship programme from Stanford University in the United States in January 2016. Dr. Kou was certified as chartered financial analyst by the Chartered Financial Analyst Institute since September 2011 and has been a member of global business honor society Beta Gamma Sigma since 2005 and economics honor society Omicron Delta Epsilon since 2004. She has also been a member of education honor society Kappa Delta Pi since January 2022.

Dr. Kou is currently (i) a chief executive officer and an executive director of Cinese International Group Holdings Limited, a company listed on the main board of the Stock Exchange (stock code: 1620); and (ii) an independent director at Aetherium Acquisition Corp., a special purpose acquisition company listed on NASDAQ (NASDAQ Ticker: GMFIU) that focuses on businesses in education, training and education technology industries. Dr. Kou was also appointed a member of the modern finance industry task force of the Macau SAR Government Talent Development Committee in July 2023.

Prior to the above appointments, throughout December 2019 to July 2021, Dr. Kou was the chief executive officer of Research Study Education Group, a company that provides overseas education services to students in the Greater Bay Area. From July 2020 to August 2023, Dr. Kou served as an external adviser to the board directors of EdTechX Holdings Acquisition Corp. II, a special purpose acquisition company listed on NASDAQ (NASDAQ Ticker: EDTXU) targeting businesses in the education, training, re-skilling, human capital and education technology industries.

From May 2010 to November 2019, she was an award-winning equity research analyst specializing in the China education industry and the global luxury goods sector, employed at CLSA Limited, a company that provides corporate finance and asset management services, with her last position before departure the Head of China Education and Hong Kong Consumer Research, where she was involved in 12 consumer and education business related IPOs.

Save as disclosed, Dr. Kou (i) does not hold any position with the Company and/or its subsidiaries; (ii) does not and did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this requisition, nor does she possess any major appointment or professional qualification; (iii) does not have any relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Company; and (iv) does not have any interest in shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571). There is no other matter concerning Dr. Kou’s appointment that is required to be brought to the attention of the shareholders of the Company, nor is there any information that is required to be

disclosed under Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange. Dr. Kou has also confirmed that as at the date of this requisition, she has fulfilled all the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange in order to take up the position as the independent non-executive director of the Company.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING



GREATVIEW ASEPTIC PACKAGING COMPANY LIMITED

紛美包裝有限公司

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(Stock code: 00468)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting of Greatview Aseptic Packaging Company Limited (the “**Company**”) will be held at No. 7 Conference Room, the headquarters of the Company, A1-4/2F, No. 14 Jiuxianqiao Road, Chaoyang District, Beijing, the PRC on Friday, 18 October 2024 at 1:30 p.m. for the purpose of considering and, if thought fit, passing (with or without amendments) the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT Mr. Choi Sum Shing Samson** be and is hereby appointed as non-executive director of the Company with immediate effect upon passing of this resolution.”
2. “**THAT Ms. Kou Chung Yin Mariana** be and is hereby appointed as independent non-executive director of the Company with immediate effect upon passing of this resolution.”

By order of the Board

Greatview Aseptic Packaging Company Limited

BI Hua, Jeff

Chief Executive Officer, Chairman and Executive Director

Beijing, the PRC, 2 October 2024

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal place of business in

Hong Kong:
31/F., Tower Two
Times Square
1 Matheson Street
Causeway Bay
Hong Kong

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

Notes:

- (i) Pursuant to Article 66(1) of the articles of association of the Company and Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. The chairman of the above meeting will therefore demand a poll for every resolution put to the vote at the above meeting.
- (ii) A shareholder entitled to attend and vote at the above meeting is entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it; a proxy need not be a shareholder of the Company.
- (iii) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- (iv) In order to be valid, a completed form of proxy must be deposited at the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude members of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
- (v) The transfer books and register of members will be closed from Tuesday, 15 October 2024 to Friday, 18 October 2024, both days inclusive, in order to determine the entitlement of shareholders to attend and vote at the above meeting, during which period no share transfers can be registered. All transfers accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 14 October 2024.

As at the date of this notice, the Board comprises two executive Directors, namely Mr. BI Hua, Jeff and Ms. QI Zhaohui; two non-executive Directors, namely Mr. CHANG Fuquan and Ms. WEI Wei; and three independent non-executive Directors, namely Mr. LUETH Allen Warren, Mr. GUO Kai and Mr. TANGEN Einar Hans.