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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)**

## **UPDATE ON THE MEMBERS OF THE INDEPENDENT BOARD COMMITTEE IN RESPECT OF THE UNSOLICITED PRE-CONDITIONAL VOLUNTARY CASH OFFER FROM JINGFENG HOLDING LIMITED ANNOUNCED ON 9 MAY 2024**

Reference is made to (i) the announcement of Greatview Aseptic Packaging Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 27 May 2024 regarding the pre-conditional voluntary general cash offer by China International Capital Corporation Hong Kong Securities Limited and CCB International Capital Limited on behalf of Jingfeng Holding Limited (the “**Offeror**”) to acquire all the issued shares in the Company (other than those already held or agreed to be acquired by the Offeror and the Offeror’s concert parties) (the “**Offer**”); (ii) the Company’s announcement dated 22 August 2024 concerning the Offeror’s requisition for an extraordinary general meeting (“**EGM**”) to appoint its proposed directors (the “**Requisition**”); (iii) the Company’s announcement dated 30 August 2024 regarding the update on the members of the Independent Board Committee; and (iv) the Company’s announcement dated 18 October 2024 concerning the poll results of the EGM in relation to the Requisition, in which with effect from the passing of the ordinary resolutions at the EGM, Mr. Choi Sum Shing Samson (“**Mr. Choi**”) and Ms. Kou Chung Yin Mariana (“**Ms. Kou**”) have been appointed as non-executive director and independent non-executive director of the Company, respectively (collectively, the “**Announcements**”). Unless otherwise defined herein, all capitalised terms used herein shall have the same meanings as defined in the Announcements.

The Board would like to update the Company’s shareholders (the “**Shareholders**”) that, as the Board is given to understand that Mr. Choi is a consultant of the Offeror, Mr. Choi will not be part of the Independent Board Committee under Rule 2.8 of the Takeovers Code to ensure the independence and impartiality of the Independent Board Committee 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.

The members of the Independent Board Committee as of the date of this announcement are now comprised of four independent non-executive Directors, namely Mr. LUETH Allen Warren, who shall act as the chairman of the Independent Board Committee, Mr. GUO Kai, Mr. TANGEN Einar Hans, and Ms. Kou.

As stated in the Company's previous announcement dated 16 July 2024, Opus Capital Limited, being a corporation licensed to carry out Type 6 (Advising on Corporate Finance) regulated activity under the SFO, has been appointed as the IFA to advise the Independent Board Committee in connection with the Offer and in particular as to whether the Offer is, or is not, fair and reasonable and as to acceptance of the Offer. Such appointment of the IFA has been approved by the Independent Board Committee in accordance with Rule 2.1 of the Takeovers Code.

The letter of advice from the IFA and the recommendation of the Independent Board Committee in connection with the Offer will be included in the Response Document to be despatched by the Company in due course in accordance with the Takeovers Code.

**THE OFFER WAS WHOLLY UNSOLICITED AND WAS ANNOUNCED WITHOUT ANY PRIOR DISCUSSIONS WITH THE BOARD AND THE OFFER IS HIGHLY CONDITIONAL, SUBJECT TO CERTAIN PRE-CONDITION AND CONDITIONS AS SET OUT IN THE OFFEROR ANNOUNCEMENT AND IS A POSSIBILITY ONLY AND MAY OR MAY NOT BE MADE. SHAREHOLDERS SHOULD THEREFORE EXERCISE EXTREME CAUTION WHEN DEALING IN THE SHARES. SHAREHOLDERS ARE THEREFORE STRONGLY ADVISED TO TAKE NO ACTION AS REGARDS THE OFFER UNTIL THEY HAVE RECEIVED THE RESPONSE DOCUMENT, WHICH WILL CONTAIN THE BOARD CIRCULAR TO BE ISSUED BY THE COMPANY IN RELATION TO THE OFFER IN ACCORDANCE WITH THE TAKEOVERS CODE SETTING OUT THE VIEWS AND RECOMMENDATIONS OF THE BOARD, THE INDEPENDENT BOARD COMMITTEE AND THE IFA IN RELATION TO THE OFFER.**

Shareholders and potential investors of the Company should be aware that the Offer is subject to the satisfaction or waiver (where applicable) of the Pre-Condition and Conditions. Accordingly, the Offer may or may not be made and, if made, may or may not become or be declared unconditional. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. Persons who are in any doubt about their position should consult their licensed securities dealer or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisors.

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

Beijing, the People's Republic of China, 28 November 2024

*As at the date of this announcement, the Board comprises two executive directors, namely Mr. BI Hua, Jeff and Ms. QI Zhaohui; three non-executive directors, namely, Mr. CHANG Fuquan, Ms. WEI Wei and Mr. CHOI Sum Shing Samson; and four independent non-executive directors, namely Mr. LUETH Allen Warren, Mr. GUO Kai, Mr. TANGEN Einar Hans and Ms. KOU Chung Yin Mariana.*

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