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綠科科技
Greentech

GREENTECH TECHNOLOGY INTERNATIONAL LIMITED

綠科科技國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00195)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of Greentech Technology International Limited (the “**Company**”) will be held at Suite No. 1B on 9/F, Tower 1, China Hong Kong City, 33 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong on Wednesday, 12 February 2020 at 11:00 a.m. for the purpose of considering and, if thought fit, approving, with or without amendments, the following ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. **THAT** Mr. Nie Dong be and is hereby removed as an executive director of the Company (“**Director**”) pursuant to Article 86(5) of the articles of association of the Company (the “**Articles of Association**”) with effect from the conclusion of the EGM;
2. **THAT** Mr. Wang Chuanhu be and is hereby removed as an executive Director pursuant to Article 86(5) of the Articles of Association with effect from the conclusion of the EGM;
3. **THAT** Ms. Xie Yue be and is hereby removed as an executive Director pursuant to Article 86(5) of the Articles of Association with effect from the conclusion of the EGM;
4. **THAT** Mr. Zeng Jin be and is hereby removed as an independent non-executive Director pursuant to Article 86(5) of the Articles of Association and with effect from the conclusion of the EGM;

5. **THAT** Mr. Chow Wing Chau be and is hereby removed as an independent non-executive Director pursuant to Article 86(5) of the Articles of Association with effect from the conclusion of the EGM;
- 5A. **THAT** Ms. Sumiya Altantuya be removed as an executive Director with effect from the conclusion of the EGM;
- 5B. **THAT** Mr. Jin Ye be removed as a non-executive Director with effect from the conclusion of the EGM;
- 5C. **THAT** Mr. Duan Zhida be removed as an independent non-executive Director with effect from the conclusion of the EGM;
6. **THAT** all Directors that may be appointed between the date of the notice of the EGM and immediately before the EGM be and are hereby removed from office as Directors of the Company;
7. **THAT:**
 - (i) the maximum number of Directors be and is hereby set at a number equal to two times the maximum number of Directors previously set by the Company; or
 - (ii) if no such maximum number of Directors has been previously set, the maximum number of Director be and is hereby set at a number equal to two times the number of Directors in office immediately before the removal of any or all Director(s) pursuant to resolutions (1) to (6);
8. **THAT** Datuk Tan Jyh Yaong be and is hereby appointed as an executive Director pursuant to Article 86(2) of the Articles of Association with effect from the conclusion of the EGM;
9. **THAT** Mr. Hsu Jing Sheng be and is hereby appointed as an executive Director pursuant to Article 86(2) of the Articles of Association with effect from the conclusion of the EGM;
10. **THAT** Mr. Sim Tze Jye be and is hereby appointed as an executive Director pursuant to Article 86(2) of the Articles of Association with effect from the conclusion of the EGM;
11. **THAT** Ms. Peng Zhi Hong be and is hereby appointed as a non-executive Director pursuant to Article 86(2) of the Articles of Association with effect from the conclusion of the EGM;
12. **THAT** Datin Sri Lim Mooi Lang be and is hereby appointed as an independent non-executive Director pursuant to Article 86(2) of the Articles of Association with effect from the conclusion of the EGM;
13. **THAT** Mr. Yau Teck Chong be and is hereby appointed as an independent non-executive Director pursuant to Article 86(2) of the Articles of Association with effect from the conclusion of the EGM;
14. **THAT** the Board be and is hereby authorized to fix the Director's remuneration;

15. **THAT** the Board be directed to remove Mr. Li Dong as the chairman of the Board and remove Mr. Nie Dong as chief executive officer of the Company pursuant to Articles 118 and 127(1) of the Articles of Association;
16. **THAT** the Board be directed to re-designate Tan Sri Dato' Koo Yuen Kim from non-executive Director to executive Director;
17. **THAT** the Board be directed to appoint Tan Sri Dato' Koo Yuen Kim as the chairman of the Board and such other candidate as proposed by Tan Sri Dato' Koo Yuen Kim as chief executive officer of the Company pursuant to Articles 118 and 127(1) of the Articles of Association; and
18. **THAT** the maximum number of Directors be and is fixed at such number of Directors holding office at the close of the EGM, including such Directors as may be appointed at the EGM, which shall override the maximum number of Directors as fixed pursuant to resolution 7(i) or 7(ii) above.

By Order of the board of Directors of
Greentech Technology International Limited
XIE Yue
Executive Director

Hong Kong, 2 January 2020

As at the date of this notice, the board of Directors comprises the following:

Executive Directors:

Mr. Li Dong (*Chairman*)
Mr. Nie Dong
Mr. Wang Chuanhu
Ms. Xie Yue
Ms. Sumiya Altantuya

Registered Office:

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

Non-executive Directors:

Tan Sri Dato' Koo Yuen Kim P.S.M., D.P.T.J. J.P
(Mr. Hsu Jing-Sheng as his alternate)
Mr. Jin Ye

*Principal Place of Business
in Hong Kong:*

Suite No. 1B on 9/F, Tower 1
China Hong Kong City
33 Canton Road
Tsim Sha Tsui, Kowloon
Hong Kong

Independent Non-executive Directors:

Mr. Chi Chi Hung, Kenneth
Mr. Zeng Jin
Mr. Chow Wing Chau
Mr. Duan Zhida

Notes:

- (1) A member of the Company entitled to attend and vote at the aforesaid meeting is entitled to appoint one or (if holding two or more shares) more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- (2) Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- (3) To be valid, the form of proxy together with any power of attorney or other authority under which it is signed or a certified copy of that power of attorney or authority must be deposited with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting (i.e. on or before 11:00 a.m. on 10 February 2020 or any adjournment thereof).
- (4) Pursuant to the Articles of Association, the Chairman of the meeting will demand a poll on the resolutions set out in this notice put to the vote at the meeting.
- (5) For the purpose of determining the entitlement of the members to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 7 February 2020 to Wednesday, 12 February 2020, both days inclusive, during which period no transfer of shares of the Company will be registered. Members whose names appear on the register of members of the Company at the close of business on Wednesday, 12 February 2020 will be entitled to attend and vote at the EGM. All transfers of shares accompanied by the relevant share certificates and the appropriate transfer forms 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, Hong Kong, for registration not later than 4:30 p.m. on Thursday, 6 February 2020.
- (6) If Typhoon Signal No. 8 or above, "extreme conditions" caused by super typhoons or a "black" rainstorm warning is in effect any time after 8:00 a.m. on the date of the EGM, the EGM will be postponed or adjourned. Members may visit the website of the Company at <http://www.green-technology.com.hk> for details of the rescheduled meeting.