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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)**

## **ANNOUNCEMENT CHANGE OF SHAREHOLDING OF SUBSTANTIAL SHAREHOLDER**

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of Greentech Technology International Limited (the “**Company**”) was notified by Tan Sri Dato’ KOO Yuen Kim P.S.M., D.P.T.J. J.P (“**Mr. Koo**”), chairman, executive Director and a substantial shareholder of the Company, that on 17 July 2020, Mr. Koo entered into a sale and purchase agreement (the “**Sale and Purchase Agreement**”) with Ms. Fu Jingqi (“**Ms. Fu**”), pursuant to which Mr. Koo agreed to sell and Ms. Fu agreed to purchase 800,000,000 ordinary shares (the “**Shares**”) of the Company (the “**Sale Shares**”) at an aggregate consideration of HK\$160,000,000. Completion of the sale and purchase of the Sale Shares (“**Completion**”) took place on 17 July 2020 (the “**Completion Date**”). The consideration was satisfied by way of Ms. Fu issuing an 8% coupon promissory note in the principal amount of HK\$160,000,000 due on the fifth anniversary (or extendable at the option of Ms. Fu, to the sixth anniversary) from the date of its issue (the “**Promissory Note**”). The Promissory Note is secured by a legal charge over the Sale Shares and the relevant securities account maintained by Ms. Fu executed by Ms. Fu in favour of Mr. Koo (the “**Listco Share Charge**”).

To the best of the knowledge, information and belief of the Directors, immediately before Completion, Mr. Koo held 2,013,661,766 Shares (representing approximately 29.48% of the entire issued share capital of the Company) and Ms. Fu did not hold any Shares. Upon Completion:–

- (a) Mr. Koo's shareholding in the Company has been reduced to 1,213,661,766 Shares (representing approximately 17.77% of the entire issued share capital of the Company as at the date of this announcement); and
- (b) Ms. Fu has become a substantial shareholder of the Company holding 800,000,000 Shares (representing approximately 11.71% of the entire issued share capital of the Company as at the date of this announcement).

Under the Sale and Purchase Agreement, Mr. Koo and Ms. Fu have also agreed to procure certain arrangements in relation to the management of the Company and the voting rights attached to the Sale Shares from the Completion Date until the earlier of (a) either Mr. Koo, Ms. Fu or any third party (in each case including his/her/its associates) owns 50% of the entire issued share capital in the Company; (b) either Mr. Koo or Ms. Fu ceases to own any issued share capital of the Company or (c) all the security created under the Listco Share Charge is fully and finally enforced by Mr. Koo, including without limitation:–

- (a) subject to (b) below, the Board at any time shall comprise all the existing members of the Board (other than Mr. Li Dong) including the chairman of the Board (who has agreed not to exercise any casting vote) or such other 4 directors recommended by Mr. Koo and such other 4 directors recommended by Ms. Fu;
- (b) if Mr. Li Dong remains as a Director after 14 days from the Completion Date, Mr. Koo and Ms. Fu shall make or put forward proposal(s) or resolution(s) to remove Mr. Li Dong as a Director and vote in favour of such resolution(s); and
- (c) the chairman of the Board shall be either Mr. Koo or such other suitable person recommended by him;

- (d) the chief financial officer of the Company shall be assumed by a suitable person recommended by Mr. Koo; and
- (e) Ms. Fu shall only exercise the voting rights in respect of the Sale Shares in a manner agreed by Mr. Koo and Ms. Fu in writing and failing such agreement, Ms. Fu shall not exercise her voting rights in respect of the Sale Shares.

The disposal of the Sale Shares by Ms. Fu after Completion is also subject to certain restriction, right of first refusal granted to Mr. Koo and compulsory sale back arrangement under certain circumstances.

Please refer to the disclosure of interest form and its attachment(s) filed by Mr. Koo in respect of the Sale and Purchase Agreement for details.

By the order of the Board  
**Greentech Technology International Limited**  
**Xie Yue**  
*Executive Director and Co-Chief Executive Officer*

Hong Kong, 20 July 2020

*As at the date of this announcement, the board of directors of the Company comprises six executive directors, namely, Tan Sri Dato' KOO Yuen Kim P.S.M., D.P.T.J. J.P (Mr. HSU Jing-Sheng as his alternate), Ms. XIE Yue, Mr. HSU Jing-Sheng, Mr. LI Dong, Mr. WANG Chuanhu and Mr. SIM Tze Jye; and three independent non-executive directors, namely, Datin Sri LIM Mooi Lang, Mr. KIM Wooryang and Ms. PENG Wenting.*

*Website: <http://www.green-technology.com.hk>*