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GLORY MARK HI-TECH (HOLDINGS) LIMITED
輝煌科技(控股)有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8159)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “SGM”) of **GLORY MARK HI-TECH (HOLDINGS) LIMITED** (the “Company”) will be held at Conference Room 704, Hantang Building, OCT, Nanshan, Shenzhen, the People’s Republic of China on Wednesday, 20 October 2021 at 4:00 p.m. for the purpose of considering and, if thought fit, passing and approving, with or without amendments, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT:**

- (a) the conditional equity transfer agreement (the “**Agreement**”) dated 16 June 2021 entered into among Glory Mark Electronic Limited (“**GM Electronic**”), 東莞亞聯科技電子有限公司 (Dongguan Asia-Link Technology Ltd., the “**Target Company**”) and 深圳市恒冠投資發展有限公司 (Shenzhen Hengguan Investment Development Co., Ltd.*, the “**Purchaser**”) in relation to, among others, the disposal of the entire equity interest in the Target Company by GM Electronic to the Purchaser at a consideration of RMB101,000,000 (a copy of which has been produced to the SGM marked “A” and initialed by the chairman of the SGM for the purpose of identification), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) any one director of the Company (or if execution under the common seal of the Company is required, any one director and the secretary of the Company or two directors of the Company or such other person (including a director of the Company) or persons as the board of directors of the Company may appoint) be and is hereby authorised for and on behalf of the Company to sign and execute, and when required, to affix the common seal of the Company to all such documents, instruments, agreements and deeds and do all such acts, matters and things as he/she may in his/her absolute discretion deems necessary, desirable or expedient to implement, give effect to and complete the Agreement and the transactions contemplated thereunder and to agree to such variation, amendment or waiver as is, in the opinion of such director of the Company, in the interests of the Company and its shareholders as a whole.”

By Order of the Board

Wang Li Feng

Chairman and Executive Director

Hong Kong, 29 September 2021

* for identification purpose only

Notes:

- (1) A member of the Company entitled to attend and vote at the SGM is entitled to appoint another person as his/her/its proxy or a duly authorised corporate representative to attend and vote instead of him/her/it. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at the SGM. A proxy needs not be a member of the Company. Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the SGM or at any adjournment of the SGM (as the case may be) should he/she/it so wish. In such event, the form of proxy will be deemed to have been revoked.
- (2) A form of proxy for the SGM is enclosed with the Company's circular dated 29 September 2021. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon together with a valid power of attorney or other authority, if any, under which it is signed, or a certified copy of such power of authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
- (3) The register of members of the Company will be closed from Friday, 15 October 2021 to Wednesday, 20 October 2021 (both dates inclusive), for the purpose of determining the entitlements of the members of the Company to attend and vote at the SGM. No transfer of shares may be registered during the said period. In order to qualify for the aforesaid entitlements, all transfer documents, accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited, at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, 13 October 2021.
- (4) In the case of joint holders of any share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders are present at the SGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. 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.
- (5) The resolution set out in this notice of SGM will be put to shareholders of the Company to vote by way of poll (except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**").
- (6) In view of the on-going COVID-19 pandemic and recent requirements for prevention and control of its spread, the Company will implement the following preventive measures at the SGM to protect attending shareholders, staff and other stakeholders from the risk of infection:
 - i. Compulsory body temperature checks will be conducted on every attending shareholder, proxy and other attendees at the entrance of the SGM venue. Any person with a body temperature of over 37.4 degrees Celsius will be denied entry into the SGM venue or be required to leave the SGM venue.
 - ii. All attendees are requested to wear surgical face masks at the SGM venue at all times, and to maintain a safe distance with other attendees.
 - iii. No refreshments will be served, and there will be no corporate gifts.

To the extent permitted under the applicable laws, the Company reserves the right to deny entry into the SGM venue or require any person to leave is the SGM venue in order to ensure the safety of the attendees at the SGM.

In the interest of all stakeholders' health and safety and in response to the recent guidelines on prevention and control of COVID-19 pandemic, shareholders (“**Shareholder(s)**”) of the Company are reminded that physical attendance in person at the SGM is not necessary for the purpose of exercising voting rights. As an alternative, by completing form of proxy in accordance with the instructions printed thereon, Shareholders may appoint the chairman of the SGM as proxy to attend and vote on the relevant resolution at the SGM instead of attending the SGM or any adjourned meeting thereof in person. If any Shareholder wishes to attend in person, the Shareholder is advised to pay attention to the latest epidemic-control and protection arrangements implemented by the Central Government of the People's Republic of China and the Government of the Hong Kong Special Administrative Region (where applicable).

As at the date of this announcement, the executive directors of the Company are Mr. Wang Li Feng, Mr. Yu Sanlong, Mr. Fan Xiaoling and Ms. Lee Jui-lan; and the independent non-executive directors of the Company are Dr. Fong Chi Wai, Alex, Dr. Yan Ka Shing and Dr. Feng Shen.

This announcement, for which all the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement 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 announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.glorymark.com.tw/hk/investor.htm.