

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



GLOBAL BIO-CHEM TECHNOLOGY GROUP COMPANY LIMITED

大成生化科技集團有限公司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00809)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the physical extraordinary general meeting (the “**EGM**”) of Global Bio-chem Technology Group Company Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) will be held at Salon 1, 7/F, Harbour Plaza Metropolis Hotel, 7 Metropolis Drive, Hunghom, Kowloon, Hong Kong on Tuesday, 20 June 2023 at 11:30 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolutions each as an ordinary resolution of the Company:

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the sale and purchase agreement dated 6 April 2023 (the “**GSH SPA**”, a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for identification purpose) entered into between Global Corn Bio-Chem Technology Company Limited (“**Global Corn**”), a wholly-owned subsidiary of the Company, as vendor and Mr. Kong Zhanpeng (孔展鵬) and Mr. Wang Tieguang (王鐵光) as purchasers (collectively, the “**Purchasers**”) in relation to the sale and purchase of 717,965,000 ordinary shares of HK\$0.10 each in the issued share capital of Global Sweeteners Holdings Limited (“**GSH**”) and the transaction contemplated thereunder be and are hereby approved, and the execution of the GSH SPA and all documents ancillary or incidental thereto by any person(s) by hand or under seal for and on behalf of Global Corn, the Company and/or any other member of the Group before the passing of this resolution be and is hereby approved, confirmed and ratified; and

- (b) any director (the “**Director**”) of the Company or any other person authorised by the Directors be and is hereby authorised to do and execute all such acts, matters, deeds, documents and things as he may at his absolute discretion consider necessary or desirable for or in connection with the GSH SPA, the transaction contemplated thereunder and/or the matters ancillary or incidental thereto, and/or the implementation of any of the foregoing, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the GSH SPA and all documents ancillary or incidental thereto which is in his/her opinion not of a material nature, and to effect or implement any other matter ancillary or incidental to the matters approved by this resolution.”

2. “**THAT**

- (a) the conditional subscription agreement entered into between GSH as issuer and the Purchasers as subscribers dated 6 April 2023 in relation to the subscription of the RMB120.0 million, three-year, 5 per cent. convertible bonds (the “**GSH CB Subscription Agreement**”, a copy of which has been produced to the meeting marked “B” and signed by the chairman of the meeting for identification purpose) and the transaction contemplated thereunder be and are hereby approved, and the execution of the GSH CB Subscription Agreement and all documents ancillary or incidental thereto by any person(s) by hand or under seal for and on behalf of GSH, the Company and/or any other member of the Group before the passing of this resolution be and is hereby approved, confirmed and ratified; and
- (b) any Director or any other person authorised by the Directors be and is hereby authorised to do and execute all such acts, matters, deeds, documents and things as he may at his absolute discretion consider necessary or desirable for or in connection with the GSH CB Subscription Agreement, the transaction contemplated thereunder and/or the matters ancillary or incidental thereto, and/or the implementation of any of the foregoing, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the GSH CB Subscription Agreement and all documents ancillary or incidental thereto which is in his/her opinion not of a material nature, and to effect or implement any other matter ancillary or incidental to the matters approved by this resolution.”

By order of the Board
Global Bio-chem Technology Group Company Limited
Yang Jian
Chairman

Hong Kong, 25 May 2023

Registered office:
Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place of business
in Hong Kong:*
Suite 1002, 10th Floor
Tower A, Cheung Kei Center
18 Hung Luen Road
Hung Hom, Kowloon
Hong Kong

Notes:

1. A shareholder of the Company (the “**Shareholder**”) entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A proxy need not be a Shareholder. Shareholders are strongly encouraged to appoint the chairman of the EGM as proxy to attend and vote on his/her behalf at the EGM or any adjourned meeting.
2. In order to be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company’s Hong Kong branch share registrar and transfer office, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time of the EGM (i.e. at or before 11:30 a.m. on Sunday, 18 June 2023 (Hong Kong time)) or any adjournment thereof.
3. The register of members of the Company will be closed from Wednesday, 14 June 2023 to Tuesday, 20 June 2023, both days inclusive, during which no transfer of shares of the Company will be effected. In order to qualify for attendance at the EGM, all transfers of shares in the Company, accompanied by the relevant share certificates, must be lodged with the Company’s Hong Kong branch share registrar and transfer office at the address stated in note 2 above no later than 4:30 p.m. on Tuesday, 13 June 2023 for registration.
4. If a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is in force at or at any time after 9:00 a.m. on the date of the EGM, the EGM will be adjourned in accordance with the articles of association of the Company. The Company will post an announcement on the websites of the Stock Exchange and the Company to notify shareholders of the Company of the date, time and place of the rescheduled meeting.
5. The EGM will be held as scheduled when an Amber or Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the EGM under bad weather condition bearing in mind their own situation.

As at the date of this notice, the Board comprises two executive Directors, namely, Mr. Yang Jian and Mr. Wang Guicheng; one non-executive Director, namely, Mr. Gao Dongsheng; and three independent non-executive Directors, namely, Ms. Dong Hongxia, Mr. Ng Kwok Pong and Mr. Yeung Kit Lam.

** For identification purposes only*