



# GREATVIEW ASEPTIC PACKAGING COMPANY LIMITED

## 紛美包裝有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00468)

### SECOND FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING

I/We (Name) (see Note 1) \_\_\_\_\_  
of (Address) (see Note 1) \_\_\_\_\_  
being the holder(s) of \_\_\_\_\_ (see Note 2) shares of HK\$0.01 each in the capital of  
Greatview Aseptic Packaging Company Limited (the "Company") hereby appoint (Name) \_\_\_\_\_  
of (Address), \_\_\_\_\_  
or failing him/her (Name) \_\_\_\_\_  
of (Address) \_\_\_\_\_  
or failing him/her, the chairman of the meeting (see Note 3) as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the  
Company to be held at Regus Conference Centre, 35/F., Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Friday, 29 May 2015 at 10:00 a.m. (the "Annual  
General Meeting"), and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/Our proxy is authorised and instructed to vote as  
indicated (see Note 4) in respect of the following resolutions:

	Ordinary Resolutions (see Note 4)	For (see Note 4)	Against (see Note 4)
1	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 31 December 2014.		
2	To declare a final dividend for the year ended 31 December 2014.		
3	(a) To re-elect the following persons as directors of the Company:		
	(i) Mr. LIU Jun, as an executive director;		
	(ii) Mr. HONG Gang, as a non-executive director; and		
	(iii) Mr. BEHRENS Ernst Hermann, as an independent non-executive director.		
	(b) To authorize the board of directors of the Company ("Board") to fix the remuneration of the directors of the Company.		
4	To re-appoint PricewaterhouseCoopers as auditor of the Company and authorise the Board to fix its remuneration.		
5	(A) To give a general unconditional mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the number of the issued shares of the Company.		
	(B) To give a general unconditional mandate to the directors of the Company to repurchase shares not exceeding 10% of the number of the issued shares of the Company.		
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 5(A) to issue shares by adding the number of shares repurchased under ordinary resolution no. 5(B).		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2015 Signature(s) \_\_\_\_\_ (see Note 6)

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s); if no number is inserted, this second form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- A shareholder may appoint more than one proxy of his/her/its own choice. If such an appointment is made, strike out the words "the chairman of the meeting", and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this second form of proxy must be initialed by the person(s) who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "For". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "Against".** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- This second form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its seal or under the hand of an officer or attorney duly authorised.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will 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 of the joint holders stand on the register of members of the Company in respect of the relevant joint holding.
- To be valid, this second form of proxy must be completed, signed and deposited at the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the meeting. The completion and return of the form of second proxy shall not preclude shareholders of the Company from attending and voting in person at the Annual General Meeting (or any adjourned meeting thereof) if they so wish.
- A proxy need not be a shareholder of the Company but must attend the Annual General Meeting in person to represent you.  
**IMPORTANT: A SHAREHOLDER OF THE COMPANY WHO HAS ALREADY LODGED THE PROXY FORM WHICH WAS SENT TOGETHER WITH THE NOTICE OF THE ANNUAL GENERAL MEETING DATED 24 APRIL 2015 (THE "FIRST PROXY FORM") SHOULD NOTE THAT:**
  - If no second form of proxy is lodged with the Company's share registrar, the First Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed. The proxy so appointed by the shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Annual General Meeting other than those referred to in the notice of Annual General Meeting (as supplemented by the supplemental notice of Annual General Meeting) and the First Proxy Form (as revised by this second form of proxy).
  - If the second form of proxy is lodged with the Company's share registrar 48 hours prior to the time appointed for holding the Annual General Meeting (the "Closing Time"), this second form of proxy will revoke and supersede the First Proxy Form previously lodged by him/her. This second form of proxy will be treated as a valid proxy form lodged by the shareholder if correctly completed.
  - If the second form of proxy is lodged with the Company's share registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the second form of proxy will be invalid. The First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the shareholder. The proxy/proxies so appointed by the shareholder under the First Proxy Form will be entitled to vote in the manner as mentioned in (i) above as if no second form of proxy was lodged with the Company's share registrar. **Accordingly, shareholders are advised to complete this second form of proxy carefully and lodge this second form of proxy before the Closing Time.** If such shareholders wish to vote at the Annual General Meeting, they will have to attend in person and vote at the Annual General Meeting themselves.