

## **Shoucheng Holdings Limited**

### **Procedures for Shareholders to propose a person for election as a Director**

Subject to applicable laws, rules and regulations, including the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Company’s Articles of Association, as may be amended from time to time, a shareholder of the Company (the “**Shareholder**”) may propose a person for election as a director of the Company (the “**Director**”).

Pursuant to clause 106 of the Articles of Association of the Company, no person, other than a retiring Director, shall, unless recommended by the Board for election, be eligible for election to the office of Director at any general meeting, unless a shareholder shall have given a notice in writing of the intention to propose that person for election as a Director and also a notice in writing by that person of his willingness to be elected shall be given to the Company at least seven (7) days before the date of general meeting. Such period for lodgment of the notices shall commence no earlier than the day after the despatch of the notice of the meeting appointed for such election and end no later than seven days prior to the date of such meeting (the “**Lodgment Period**”).

Accordingly, if a Shareholder wishes to propose a person for election as a Director at the general meeting appointed for such election, the following documents shall be validly served on the Company at its registered office at Units 3706-08, 37th Floor, AIA Tower, 183 Electric Road, North Point, Hong Kong for the attention of the Company Secretary within the Lodgment Period:

- (i) his/her duly signed written notice of intention to propose a resolution at the general meeting; and
- (ii) a notice signed by the proposed candidate of the candidate’s willingness to be appointed together with (a) the candidate’s information as required to be disclosed under rule 13.51(2) of the Listing Rules; (b) the candidate’s written consent to the publication of his/her personal data; and (c) the candidate’s contact details.