

# **Zhejiang Shibao Company Limited**

## **Procedures for a shareholder of the Company to propose a person for election as a director**

No person shall be appointed as a director at any general meeting of the Company unless the following conditions are met:

- (1) he/she is recommended by the board of directors of the Company (“the Board”);  
or
- (2) he/she is nominated by notice in writing by shareholders representing more than 3% (inclusive) of the voting shares of the Company (other than the person to be proposed), and such notice of nomination shall be given to the Board within a period of not less than 7 days commencing no earlier than the day after the despatch of the notice of such general meeting and ending no later than seven (7) days prior to the date appointed for such general meeting. The notice of nomination shall be accompanied by a notice signed by the proposed candidate indicating his/her willingness to be appointed.

### **Required information of the candidate nominated by shareholder(s)**

In order to enable shareholder(s) of the Company to make an informed decision on their election of directors, the above described notice of intention to propose a resolution by shareholder(s) and notice signed by the proposed candidate indicating his/her willingness to be appointed should be accompanied by the following information of the nominated candidate:

- (a) full name and age;
- (b) positions held with the Company and/or other members of the Company’s group (if any);
- (c) experience including (i) other directorships held in the past 3 years in public companies of which the securities are listed on any securities market in Hong Kong and overseas, and (ii) other major appointments and professional qualifications;
- (d) current employment and such other information (which may include business experience and academic qualifications) of which shareholders of the Company should be aware of, pertaining to the ability or integrity of the candidate;

- (e) length or proposed length of service as director with the Company;
- (f) relationships with any directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”)) of the Company, or an appropriate negative statement;
- (g) interests in shares (within the meaning of Part XV of the Securities and Futures Ordinance) in the Company, or an appropriate negative statement;
- (h) a declaration made by the nominated candidate in respect of the information required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement to that effect where there is no information to be disclosed pursuant to any of such requirements nor there are any other matters relating to that nominated candidate’s standing for election as a director that should be brought to shareholders’ attention;
- (i) any other information as required to be disclosed under Rule 13.51(2) of the Listing Rules;
- (j) contact details; and
- (k) the nominated candidate’s written consent to the publication of his/her personal data.

The above notices and required information shall be addressed to the Board and lodged with the office of the Company by fax (fax no. (86) 0579 85715198), by post or by hand to the following address:

No. 1 Shuanglin Road, Fotang Town, Yiwu City, Zhejiang Province, China  
(Postal Code 322002)