

# **PALIBURG HOLDINGS LIMITED**

(incorporated in Bermuda with limited liability)

(the “Company”)

## **PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**

The procedures for shareholder(s) of the Company (“Shareholder(s)”) who wish(es) to propose a person for election as a director of the Company (“Director”), other than a retiring Director, at a general meeting of the Company (“General Meeting”) are set out below:

<i>Procedures</i>	<i>Relevant rules/ regulations (Note)</i>
<p>(1) A notice in writing of the intention to propose a person (the “Nominated Person”) for election as a Director at a General Meeting executed by the Shareholder(s) (the “Notice”) shall be delivered to the Company. The period for lodgement of the Notice with the Company will commence no earlier than the day after the despatch of the notice of the General Meeting appointed for election of Directors and end no later than seven (7) days prior to the date of such General Meeting.</p> <p>The Notice should state the full name (in English and, if any, Chinese) of the Nominated Person and his/her biographical details as required under Rule 13.51(2) of the Listing Rules and include a confirmation in writing signed by the Nominated Person of his/her willingness to be elected.</p> <p>The Notice should be addressed to the Company Secretary of the Company and delivered to the Company’s principal place of business and head office in Hong Kong at 11th Floor, 68 Yee Wo Street, Causeway Bay, Hong Kong.</p>	Bye-law 103/ LR 13.51(2)

<i>Procedures</i>	<i>Relevant rules/ regulations (Note)</i>
<p>(2) In order that sufficient time could be available for the Company to procure the publication of an announcement or the despatch of a supplementary circular to all Shareholders containing the personal information of the Nominated Person as required under the relevant Listing Rules, any Notice should be lodged with the Company as early as practicable, preferably not less than fifteen (15) business days prior to the date of the General Meeting.</p> <p>Otherwise, the Company will assess and consider whether or not it is necessary to adjourn the General Meeting to a later date, such that the Shareholders will have at least ten (10) business days to consider the personal information of the Nominated Person.</p>	LR 13.70
<p>(3) The Chairman of the General Meeting will propose an ordinary resolution relating to the election of the Nominated Person as a Director for voting by the Shareholders at the General Meeting.</p>	Bye-law 102(A)

*Note: Please refer to the relevant provisions in the Bye-laws of the Company (“Bye-law”) and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules” or “LR”) for relevant details.*