

# CHINA CONCH VENTURE HOLDINGS LIMITED

## 中國海螺創業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code:586)

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

The following procedures for a shareholder of China Conch Venture Holdings Limited (“**Company**”) to propose a person for election as a director of the Company are prepared in accordance with article 110 of the articles of association of the Company:

1. If a shareholder wishes to propose a person (“**Candidate**”) for election as a director at a general meeting, he/she should deposit (1) a written notice (“**Proposal Notice**”) signed by the shareholder of his/her intention to propose the Candidate for election as a director; and (2) a written notice (“**Consent Notice**”) signed by the Candidate of his/her willingness to be elected at either of the following addresses during a period commencing on the day after the despatch of the notice of the general meeting and ending no later than seven clear days before the date of such general meeting:

***Hong Kong office:***

Suite 4018, 40th Floor, Jardine House,  
1 Connaught Place, Central, Hong Kong

***Hong Kong share registrar and transfer office:***

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716, 17th Floor, Hopewell Centre,  
183 Queen’s Road East, Wanchai, Hong Kong

2. The Proposal Notice (1) must contain the information of the Candidate as required by Rule 13.52 of the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), which is available on the Stock Exchange’s website ([www.hkex.com.hk](http://www.hkex.com.hk)); and (2) must be signed by the shareholder.
3. The Consent Notice (1) must indicate the Candidate’s willingness to be elected and consent of the publication of his/her information as required by Rule 13.52 of

the Listing Rules; and (2) must be signed by the Candidate.

To enable the shareholders to make an informed decision on their election at a general meeting, the Company shall publish an announcement or issue a supplementary circular as soon as practicable after the receipt of the Proposal Notice and the Consent Notice. The Company shall include particulars of the Candidate in the announcement or the supplementary circular. The Company shall assess whether or not it is necessary to adjourn the meeting of the election to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or the supplementary circular.

***Note: If there is any inconsistency between the English and Chinese versions of this document, the English version shall prevail.***

Hong Kong  
December 2013