



**HENG TAI CONSUMABLES GROUP LIMITED**

**亨泰消費品集團有限公司**

*(於開曼群島註冊成立的有限公司)*

**(股份代號: 00197)**

**Procedures for Shareholder to Propose a Person for Election as a Director of the Company (a “Director”)**

The Company adopts a formal, considered and transparent procedure for shareholders to propose a person for election as a Director. The following procedures are subject to the Company’s Memorandum and Articles of Association, the Companies Law (2010 Revision) of the Cayman Islands and applicable legislations and regulations (and their amended versions from time to time):

Pursuant to Article 113 of the Company’s Articles of Association, no person, other than a retiring Director, shall be eligible for election to the office of Director at any general meeting, unless:

- (i) a notice signed by a shareholder (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election;
- (ii) a notice signed by the person to be proposed of his willingness to be elected; and
- (iii) a written notice must state the biographical details of such nominated candidate as required under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) for publication by the Company,

shall have been lodged at (a) the head office of the Company at 13/F., Guangdong Finance Building, 88 Connaught Road West, Sheung Wan, Hong Kong, or (b) the Hong Kong branch share registrar of the Company, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong.

Upon receipt of the above notices, the Company shall, prior to the general meeting, publish in the relevant circular of the general meeting disclosing the particulars of the proposed Director pursuant to Rule 13.51(2) of the Listing Rules.

If the above notices are received after publication of the notice of general meeting, the Company shall, prior to the general meeting, publish an announcement or issue a supplementary circular disclosing the said particulars. However, the length of the period during which such notice(s) are given shall be commencing on the day after the dispatch of the notice of the general meeting appointed for such election and ending on the date falling seven (7) days after the dispatch of the said notice of such general meeting.

Shareholders who have enquiries regarding the above procedures may write to the Company Secretary at 13/F., Guangdong Finance Building, 88 Connaught Road West, Sheung Wan, Hong Kong.