



# **LUNG KEE (BERMUDA) HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 255)**

Website: <http://www.irasia.com/listco/hk/lkm>

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

Subject to the applicable laws and rules, including the Companies Act 1981 of Bermuda or any other applicable law of Bermuda to be held and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the Company’s Bye-Laws (“**Bye-Laws**”), as amended from time to time, shareholders of the Company (“**Shareholders**”, and each a “**Shareholder**”) may put forward proposal in general meetings to nominate any person to stand for election as a director of the Company (“**Director**”).

If a Shareholder wishes to nominate a person to stand for election as a Director, the following documents must be duly lodged at the head office and principal place of business of the Company in Hong Kong for the attention of the Company Secretary. The following documents should be lodged during the period commencing no earlier than the day after the despatch of the notice of the general meeting appointed for such election and ending no later than 7 days prior to the date of such general meeting:

1. a written and signed notice of intention to propose a resolution for election of a person as Director at the general meeting. The notice must include (a) the name of the nominating Shareholder; (b) his/her address; (c) his/her contact details; and (d) the number and class of shares of the Company held by the nominating Shareholder. The validity of such information is subject to verification and confirmation by the Company’s share registrar; and
2. a notice executed by the nominated candidate of the candidate’s willingness to be appointed together with the information about the candidate as set out below and the candidate’s written consent to the publication of his/her personal data:
  - 2.1 full name and age;
  - 2.2 positions held with the Company and/or other members of the Company’s group of companies (if any);
  - 2.3 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 or overseas, and (ii) other major appointments and professional qualifications;

- 2.4 current employment and such other information (which may include business experience and academic qualifications) of which Shareholders should be aware of, pertaining to the ability or integrity of the candidate;
- 2.5 length or proposed length of service with the Company;
- 2.6 relationships with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in Listing Rules) of the Company, or an appropriate negative statement;
- 2.7 interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement;
- 2.8 if applicable, the amount of director's emoluments and the basis of determining the director's emoluments (including any bonus payments, whether fixed or discretionary in nature, irrespective of whether the nominated candidate has or does not have a service contract with any member of the Company's group of companies) and how much of these emoluments are covered by a service contract;
- 2.9 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; and
- 2.10 contact address and contact telephone number etc.

In order to ensure other Shareholders have sufficient time to receive and consider the information of the nominated candidate(s), Shareholders are urged to submit their proposals in case of nominating candidate(s) for election as Director and the abovementioned documents, as early as practicable, so that a supplementary circular or announcement containing information of the nominated candidate(s) in accordance with the requirement of the Listing Rules, can be despatched to Shareholders as soon as practicable without the need to adjourn the relevant general meeting.