

KINGMAKER FOOTWEAR HOLDINGS LIMITED

信星鞋業集團有限公司 *

(Incorporated in Bermuda with limited liability)

(the “Company”)

(Stock Code: 01170)

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

The following procedures are subject to the Company’s bye-laws, the Bermuda Companies Act 1981 and applicable legislation and regulation

- If a shareholder, who is duly qualified to attend and vote at the general meeting convened to deal with appointment/election of director(s), wishes to propose a person (other than the shareholder himself/herself) for election as a director of the Company (the “**Director**”), the shareholder must deposit a written notice (the “**Notice**”) to the principal place of business of the Company in Hong Kong at 17th Floor, Empress Plaza, 17-19 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong for the attention of the company secretary of the Company.
- The Notice must state clearly the name of the shareholder and his/her/their shareholding, the full name of the person proposed for election as a Director and the person’s biographical details as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and be signed by the shareholder concerned (other than the person to be proposed). The Notice must also be accompanied by a written notice signed by the person proposed to be elected indicating his/her willingness to be elected as a Director.
- The period for lodgment of the Notice will commence no earlier than the day after the despatch of the notice by the Company of the general meeting appointed for election of Directors and end no later than seven (7) clear days prior to the date of such general meeting. If the Notice is received less than fifteen (15) business days prior to that general meeting, the Company may need to consider adjournment of the general meeting in order to (i) assess the suitability of the proposed candidate; and (ii) publish an announcement or circulate a supplementary circular in relation to the proposal to the members at least fourteen (14) clear days and not less than ten (10) business days prior to the general meeting.
- The Notice will be verified with the Company’s branch share registrar and upon their confirmation that the request is proper and in order, the board of Directors will include the resolution in the agenda for the general meeting proposing such person to be elected as a Director.

* *For identification purpose only*