



Procedures for Shareholders to Propose a Person for Election as a Director

Principle and Rationale

Recognizing the importance of right and equitable treatment of shareholders as a part of good corporate governance, Pioneer Global Group Limited (“the Company”) has set out criteria and guideline for shareholders of the Company (“Shareholders”) to nominate a person to stand for election as a director at the annual general meeting (“AGM”).

Qualifications of Shareholders

The Shareholders who wish to propose an agenda and/or the director nominees can be a Shareholder or combined Shareholders.

The Shareholders must show evidences of their shareholding and identity:

- Evidence of shareholding, i.e. copy of share certificate(s) issued by Computershare Hong Kong Investor Services Limited, the Company’s share registrars in Hong Kong.
- Shareholder’s identity, i.e. for natural person, copy of valid identification card; for juristic person, certified copy of company’s affidavit issued by the recognized authorities in its place of incorporation.

Documents Required

If a Shareholder wishes to nominate a person to stand for election as a director, the following documents must be validly served to the Company Secretary:

- his/her notice of intention to propose a resolution at the AGM; and
- a notice executed by the nominated candidate of the candidate’s willingness to be appointed together with (i) the candidate’s information as required to be disclosed under Rule 13.51(2) of the Listing Rules and such other information, as set out in the below heading “Required information of the candidate(s) nominated by Shareholders”, and (ii) the candidate’s written consent to the publication of his/her personal data.

Timing of Proposals

The period for lodgment of the such notices shall commence no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and end no later than seven days prior to the date of such general meeting. The minimum length of such period during which notice to the Secretary of the intention to propose a person for election as a Director and



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during which notice to the Secretary by such person of his willingness to be elected may be given, shall be at least 7 days.

Required information of the candidate(s) nominated by Shareholders

In order to enable Shareholders to make an informed decision on their election of directors, the above described notice of intention to propose a resolution by a Shareholder should be accompanied by the following information of the nominated candidate(s):

- (a) full name and age;
- (b) relationship with the Company (e.g. past/current positions held with the Company and/or other members of the Company's group of companies (if any), length of service with the Company...etc.) ;
- (c) 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 and overseas, and/or (ii) other major appointments and professional qualifications;
- (d) 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;
- (e) relationships with any directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, or an appropriate negative statement;
- (f) interests in shares within the meaning of Part XV of the Securities of Futures Ordinance, or an appropriate negative statement;
- (g) information as required to be disclosed under Rule 13.51(2) of the Listing Rules;
- (h) 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 requirement 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
- (i) contact details.