



天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

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

Article 109 of the Articles of Association of Tian An China Investments Company Limited (the “Company”) provides that no person, other than a retiring director of the Company, shall, unless recommended by the board of directors of the Company for election, be eligible for election to the office of director of the Company (the “Director”) at any general meeting of the Company (the “General Meeting”), unless notice in writing of the intention (the “Notice”) to propose that person for election as a Director (the “Candidate”) and notice in writing by the Candidate of his/her willingness to be elected shall have been given to the Company 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 seven (7) days prior to the date of such General Meeting.

The following sets out the procedures for shareholders of the Company (the “Shareholder”) to propose a Candidate:

- (a) If a Shareholder wishes to nominate a Candidate at the General Meeting, the Notice to propose the Candidate must be validly served at the registered office of the Company. The Notice should state the name, contact details, brief background and/or any details of the Candidate required under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and be duly signed by the Shareholder.
- (b) The Notice should be accompanied by a written notice duly signed by the Candidate indicating his/her willingness to be elected as a Director.
- (c) The Notice should be given to the Company during the period commencing no earlier than the day after the despatch of the notice of General Meeting appointed for such election and ending no later than seven (7) days prior to the date of such General Meeting.

(adopted as of 1st April, 2012)