



**LI NING COMPANY LIMITED**  
**李寧有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2331)**  
**(the “Company”)**

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

Article 88 of the articles of association of the Company provides that no person other than a director of the Company (the “Director”) retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a notice signed by a shareholder of the Company (the “Shareholder”) (other than the persons 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 and also a notice signed by the person to be proposed of his willingness to be elected shall have been lodged with the Company provided that the minimum length of the period, during which such notice is given, shall be at least seven (7) days and that the period for lodgment of such notice(s) 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 (7) days prior to the date of such general meeting.

Accordingly, if a Shareholder wishes to propose a person for election as a Director at any general meeting, he/she/it shall deposit a written notice to that effect at the principle place of business of the Company in Hong Kong (click [here](#) for contact details) for the attention of the board of Directors or the company secretary of the Company. Such notice should also be signed by the nominated candidate indicating his/her willingness to be elected. In order to ensure that Shareholders have sufficient time to receive and consider the information of the nominated candidate, such notice should be given to the Company within seven (7) days after the dispatch of the notice of the meeting.

In addition, in order to inform the Shareholders of that proposal and to enable the Shareholders to make an informed decision on their election of Directors, and with reference to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), the written notice must state the following information in respect of the nominated candidate for election as a Director:

- (a) full name and age;
- (b) positions held with the Company and/or its subsidiaries (if any);

- (c) experience including (i) other directorships held in the past three (3) years in public companies of which the securities are listed on any securities market in Hong Kong and overseas, and (ii) other major appointments and professional qualifications;
- (d) current employment and such other information (which may include business experience and academic qualifications) of which the Shareholders should be aware of, pertaining to ability or integrity of the candidate;
- (e) proposed length of service with the Company;
- (f) relationships with any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company, or any appropriate negative statement;
- (g) interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement;
- (h) a declaration made by the nominated person 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 the 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 person's standing for election as a Director that should be brought to the Shareholders' attention; and
- (i) contact details.