

**SUNNY OPTICAL TECHNOLOGY (GROUP) COMPANY LIMITED**  
**舜宇光學科技（集團）有限公司**  
(the “Company”)

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

According to the Company’s Articles of Association, a shareholder who is duly qualified to attend and vote at the general meeting of the Company has the right to propose a person for election as a director of the Company (the “**Director**”) at a general meeting of the Company.

Shareholder wishes to nominate a person to stand for election as a Director, the following documents must be validly served on the Company at the Company’s Head Office or the Company’s Registration Office:

- (i) a notice from the nominating shareholder of his/her intention to propose a resolution to elect the nominated candidate as a Director; and
- (ii) a notice signed by the nominated candidate of his/her willingness to be elected as a Director together with (A) the nominated candidate’s information required to be disclosed under rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and other requisite information as referred to below, and (B) the candidate’s written consent to the publication of his/her personal data.

Sample of the notices as appeared in Appendix I.

In order to ensure that other shareholders have sufficient time to receive and consider the particulars of the nominated candidate(s), shareholders are urged to submit their proposals at least 12 business days prior to the date of the relevant general meeting (the “**latest time for nomination**”) so that an announcement can be issued or a supplementary circular containing particulars of the candidate(s) proposed by such shareholders can be dispatched to the shareholders on or about 10 business days prior to the date of the relevant general meeting. If the nomination proposal is not received by 12:00 noon on the latest time for nomination, there is no assurance of the nomination proposal be tabled before the general meeting and the board of Directors may put forward such nomination proposal to the next general meeting.

**Requisite Information of the Candidate(s) Nominated by Shareholders**

Additional information of the nominated candidate required:

- (a) full name (in English and Chinese) and age;
- (b) positions held with the Company and/or other members of Group (if any);
- (c) experience including (i) other directorships held in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or 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 shareholders should be aware, pertaining to the ability or integrity of the candidate;
- (e) length or proposed length of service with the Company (if any);
- (f) relationships with any Directors or senior management or substantial shareholders or controlling shareholders of the Company, or an appropriate negative statement;
- (g) interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong), or an appropriate negative statement;
- (h) contact details; and
- (i) information to be disclosed pursuant to any of the requirements under 13.51(2) of the Listing Rules, or a negative statement.

*Notes:*

- Head Office: Unit 603, 6th Floor, Grand City Plaza, 1 – 17 Sai Lau Kok Road, Tsuen Wan, New Territories, Hong Kong.
- Registration Office: Office of Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong

**Appendix 1**  
**Form of Notice to Propose a Person for Election as a Director by Shareholders**

To: The Board of Directors/The Company Secretary  
Sunny Optical Technology (Group) Company Limited (the “**Company**”)  
Unit 603, 6th Floor, Grand City Plaza  
1 – 17 Sai Lau Kok Road, Tsuen Wan  
New Territories, Hong Kong

c.c. The Company’s Hong Kong Branch Share Registrar  
Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre  
183 Queen’s Road East  
Wanchai, Hong Kong

Dear Sirs,

I/We, \_\_\_\_\_ (name) of \_\_\_\_\_ (address) being holder of \_\_\_\_\_ (number) shares in the issued capital of Sunny Optical Technology (Group) Company Limited (the “**Company**”), do hereby give my/our intention to propose a resolution at the coming general meeting of the Company to be held at \_\_\_\_\_ (please specify time and date) to elect \_\_\_\_\_ (name of the proposed candidate) as an executive Director/a non-executive Director/an independent non-executive Director (please specify) of the Company.

Dated the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

Yours faithfully,

\_\_\_\_\_  
(Name of Member)

\_\_\_\_\_  
(Name of Member)

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**Form of Consent from a Candidate Nominated for Election as a Director**

To: The Board of Directors/The Company Secretary  
Sunny Optical Technology (Group) Company Limited (the “Company”)

I, \_\_\_\_\_ (name of the proposed candidate), hereby give my consent to be elected as an executive Director/a non-executive Director/an independent non-executive Director (please specify) of the Company at the forthcoming general meeting of the Company to be held at \_\_\_\_\_ (please specify time and date). A biography detailing my personal particulars, working experience and qualification and information disclosed under rule 13.51(2) of the Listing Rules is enclosed for your attention.

I also declare and confirm that, save as disclosed, there is no information to be disclosed pursuant to any of the requirements under 13.51(2) of the Listing Rules.

I also hereby give my consent and authorization to the Company to publish my personal information as provided herein and I confirm such information is true, accurate and not misleading unless and until I have served a written notice on the Company notifying any changes.

Dated the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

Yours faithfully,

\_\_\_\_\_  
(Name of proposed candidate)

Contact no.: \_\_\_\_\_

Contact address: \_\_\_\_\_  
\_\_\_\_\_

*Notes:*

1. In order to be valid, this notice duly completed and signed in accordance with the instructions printed hereon must be delivered to the Company’s principal place of business in Hong Kong at Unit 603, 6th Floor, Grand City Plaza, 1 – 17 Sai Lau Kok Road, Tsuen Wan, New Territories, Hong Kong or the Company’s Hong Kong Branch Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong at least 12 business days prior to the date set forth for the coming general meeting.
2. The period for lodgement of the notice shall commence on the day after the dispatch of the notice of the general meeting appointed for such election and end no later than 12 business days prior to the date of such general meeting.
3. In the case of a corporation, this notice must be signed either under its common seal or under the hand of an officer or attorney duly authorised.