



Grand Concord International Holdings Limited

廣豪國際控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock code: 844)

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

Subject to applicable laws and regulations, including the Companies Ordinance of Hong Kong, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), and the Articles of Association of the Company (the “**Articles**”) as amended from time to time, shareholders (the “**Shareholders**”) of Grand Concord International Holdings Limited (the “**Company**”) may propose a person for election as director (“**Director**”) of the Company or convene an extraordinary general meeting in accordance with the following provisions:

1. How can a Shareholder propose a person for election as a Director?

Subject to the Articles and the applicable laws, the Company may by ordinary resolution elect any person to be a Director either to fill a casual vacancy on the Company’s board of Directors (the “**Board**”), or as an addition to the existing Board.

A person shall be eligible for election as a Director at any general meeting if:

- (a) a written notice signed by a Shareholder (other than the person to be proposed) entitled to attend and vote at the meeting appointed for such election of his intention to propose such person for election; and
- (b) a notice signed by the person to be proposed of his willingness to be elected, which shall also include 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;

have been given to the secretary of the Company during the period, which shall be at least seven (7) days, commencing no earlier than the day after the despatch of the notice of the meeting appointed for such election and ending no later than seven days prior to the date of such meeting.

2. How can a Shareholder require an extraordinary general meeting to be convened?

General meetings shall also be convened by a Shareholder by:

- (a) the written requisition of any two or more shareholders of the Company; or

- (b) the written requisition of any one shareholder of the Company which is a recognised clearing house (or its nominee(s));

such requisition being deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the registered office specifying the objects of the meeting and signed by the requisitionist(s), provided that such requisitionist(s) held as at the date of deposit of the requisition not less than one-tenth of the nominal value of the issued shares in the Company which carries the right of voting at general meetings of the Company.

The written request shall state the objects of the meeting, signed by the Shareholders concerned and may consist of one or more documents in like form, each signed by one or more of those Shareholders. The request will be verified with the Company's share registrar and upon its confirmation that the request is proper and in order, the secretary of the Company will ask the Board to convene an extraordinary general meeting by serving sufficient notice in accordance with the statutory requirements to all the registered shareholders.

If the request has been verified as not in order, the Shareholders concerned will be advised of this outcome and accordingly, no extraordinary general meeting will be convened as requested.

If a request is given in order but the Board does not within 21 days from the date of deposit of the requisition proceed duly to convene the meeting to be held within a further 21 days, the requisitionist(s) themselves or any of them representing more than one-half of the total voting rights of all of them, may convene the general meeting in the same manner, as nearly as possible, as that in which meetings may be convened by the Board provided that any meeting so convened shall not be held after the expiration of three months from the date of deposit of the requisition, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to them by the Company.

3. How can enquiries be put to the Board?

Shareholders may mail or deliver their enquiries to the Board to the following address:

Grand Concord International Holdings Limited
Units 1108-1109, 11th Floor
Tower II Enterprise Square
No. 9 Sheung Yuet Road
Kowloon Bay
Kowloon
Hong Kong
Attn: The Board of Directors