

Wei Yuan Holdings Limited
偉源控股有限公司
(incorporated under the laws of Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)
(Stock Code: 1343)
(股份代號：1343)
(the “Company”)
(「本公司」)

**PROCEDURES FOR A SHAREHOLDER TO PROPOSE A PERSON FOR ELECTION AS A
DIRECTOR OF THE COMPANY (“DIRECTOR”)**
股東提名人選參選本公司董事（「董事」）的程序

Pursuant to Article 85 of the Company’s Articles of Association (the “Articles”), no person other than a 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 member (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his/her intention to propose such person for election and also a notice signed by the person to be proposed of his/her willingness to be elected shall have been lodged at the head office or at the registration office provided that the minimum length of the period, during which such notice(s) are given, shall be at least seven (7) days and that (if the notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgment of such notice(s) shall commence on the day after the despatch 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.

根據本公司的組織章程細則（「細則」）第 85 條，除非獲董事推薦參選，否則除會上退任董事外，概無任何人士合資格於任何股東大會上參選董事，除非由正式合資格出席大會並於會上表決的股東（並非擬參選人士）簽署通告，當中表明建議提名該人士參選的意向，並附上所提名人士簽署表示願意參選的通知，提交總辦事處或過戶登記處，而發出該等通知之期間最少須為七(7)日，而（若該通知於寄發有關選舉所召開股東大會通告後遞交）該通知之提交期間於寄發舉行有關選舉之股東大會之有關通告翌日開始，也不得遲於該股東大會舉行日期前七(7)日結束。

Thus, if a shareholder wishes to nominate a person for election as a director at a general meeting of the Company (the “Proposal”), he/she should:

因此，如有股東擬於本公司股東大會上提名人士參選董事（「建議」），彼應：

1. deposit a written notice indicating the shareholder’s intention to propose a person for election as a Director which must state his/her intention to propose such a resolution in the general meeting, duly signed by the shareholder with his/her name and address stated clearly in an eligible manner, validity of which is subject to verification and confirmation by the Company’s share registrar according to its records; and
遞交表明股東擬提名人士參選董事意向的書面通知，當中必須述明其有意於股東大會上提呈該決議案。該書面通知須由股東以適當的方式簽署（須列明其姓名及地址），而其有效性須由本公司的股份過戶登記處根據其記錄進行核實及確認；及
2. provide a written consent signed by such nominated candidate (the “Candidate”) indicating his/her willingness to be elected together with (i) the biographical details of the Candidate as required under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”); (ii) the Candidate’s written consent to

the publication of his/her personal information; and (iii) contact details, including address and telephone number, of the Candidate

提供由該提名人選（「候選人」）簽署的書面同意，表明其參選的意願，連同(i) 香港聯合交易所有限公司證券上市規則（「上市規則」）第 13.51(2)條規定的候選人的履歷詳情；(ii)刊登候選人個人資料的書面同意；及(iii) 候選人的聯絡詳情，包括地址及電話

(together, the “Notices”).

（統稱為「通知」）。

The Notices shall have been lodged at the Company’s registered office at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands or the Company’s principal place of business at Unit B, 17/F, United Centre, 95 Queensway, Hong Kong for the attention of the company secretary of the Company.

通知應投遞至本公司的註冊辦事處（地址為 Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands）或本公司主要營業地點（地址為香港金鐘道 95 號統一中心 17 樓 B 室，注明收件人為本公司公司秘書）。

The period for lodgment of the 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 (7) days prior to the date of such general meeting. In order to allow the shareholders sufficient time to receive and consider the proposal of election of the Candidate as a Director, shareholders are urged to submit and lodge the Notices as early as practicable. The Nomination Committee, where applicable, will review and make recommendations to the board for consideration.

遞交該通知的期限於不早於就有關選舉而舉行的股東大會通告寄發翌日開始，並在不遲於有關大會舉行日期前七(7)日結束。為使股東有充足時間收取及考慮選舉候選人為董事的建議，務請股東盡早提交該通知。提名委員會（如適用）將審閱及作出推薦建議供董事考慮。

Upon receipt of the Notices after publication of the notice of general meeting, the Company shall publish an announcement or supplementary circular disclosing the particulars of the proposed director on the websites of the Company and Hong Kong Exchanges and Clearing Limited, respectively, and assess whether or not it is necessary to adjourn the meeting of the election to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular pursuant to Rules and 13.70 and 13.74 of Listing Rules.

在刊發股東大會通告後收到通知，本公司將刊發公告或補充通函，以分別於本公司及香港交易及結算所有限公司網站披露建議董事的詳情，及根據上市規則第 13.70 及 13.74 條，評估是否有必要押後舉行有關推選董事的股東大會，以給予股東至少 10 個營業日考慮該公告或補充通函所披露的有關資料。