



同方康泰產業集團有限公司
Tongfang Kontafarma Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1312)

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

Article 113 of the Amended and Restated Articles of Association of Tongfang Kontafarma Holdings Limited (“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 (“Director”) at any general meeting of the Company (“General Meeting”), unless notice in writing of the intention (“Notice”) to propose that person for election as a Director (“Candidate”) and notice in writing by the Candidate of his/her willingness to be elected shall have been lodged at the principal office or branch registrar of the Company. The period for lodgment of the notices required under Article 113 will commence no earlier than the day after the despatch of the notice of General Meeting appointed for such election and end no later than seven (7) days prior to the date of such General Meeting and the minimum length of the period during which such notices to the Company may be given will be at least seven (7) days.

The following sets out the procedures for shareholders of the Company (“Shareholders”) 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 principal office or branch registrar 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.

(updated as of 26 August 2016)