

Huali University Group Limited

华立大学集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1756)

PROCEDURES FOR SHAREHOLDER TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY (A “DIRECTOR”)

Huali University Group Limited (the “**Company**”) adopts a formal, considered and transparent procedure for shareholders to propose a person for election as a Director. The following procedures are subject to the Company’s articles of association and other applicable laws and regulations:

- If a shareholder, who is duly qualified to attend and vote at the general meeting convened to deal with the appointment or election of Director(s), wishes to propose a person for election as a Director at that meeting, he/she shall lodge a notice in writing of his/her intention to propose that person for election as a Director and a notice in writing by that person of his/her willingness to be elected as a Director at the Company’s place of business in Hong Kong at 40th Floor, Sunlight Tower, No. 248 Queen’s Road East, Wanchai, Hong Kong for the attention of the Company Secretary of the Company.
- In order for the Company to inform all shareholders of that proposal, the written notice must state (i) his/her intention to propose such person for election as a Director; and (ii) the biographical details of such nominated 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**”) for publication by the Company, and shall be signed by the relevant shareholder and the person who has been proposed indicating his/her willingness to be elected.
- The period for lodging the above notice shall be a seven-day period commencing on the day after the despatch of the notice of general meeting for the election of Director(s). If the Directors determine and notify the shareholders of a different period for lodging the said notice, such period shall in any event be a period of not less than seven days, commencing no earlier than the day after the despatch of the notice of general meeting and ending no later than seven days prior to the date of such meeting.
- If the above notice is received by the Company after publication of the notice of general meeting, the Company shall, prior to the general meeting, publish an announcement or issue a supplementary circular disclosing the particulars of the proposed Director pursuant to Rule 13.51(2) of the Listing Rules.
- Shareholders who have enquiries regarding the above procedures may write to the Company Secretary at 40th Floor, Sunlight Tower, No. 248 Queen’s Road East, Wanchai, Hong Kong.