



GREEN LEADER HOLDINGS GROUP LIMITED

綠領控股集團有限公司

(“Green Leader” or the “Company”)

(「綠領」或「本公司」)

PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY

股東建議人選出任本公司董事之方法

The following procedures are subject to applicable legislation and regulation, in particular the Bermuda Companies Act (Shareholders' attention is specifically drawn to Section 70, 72, 73, 74 and 75 of that Act)

以下方法是根據適用之法律及條例，特別是百慕達之公司法（請股東留意該公司法之第 70、72、73、74 及 75 節）

General Meetings

股東大會

Green Leader holds a general meeting (“GM”) as its annual general meeting every year usually in May.

綠領每年通常於五月都會舉行一次股東大會（「股東大會」）作為週年股東大會。

Pursuant to Bye-laws 114 & 116 of the Company’s Bye-Laws, a Shareholder may propose an ordinary resolution to elect any person to be a director either to fill a casual vacancy or as an additional director.

根據本公司之公司細則第 114 及 116 條，股東可建議任何人士出選為董事以填補空缺或為額外董事之普通決議案。

If you wish to propose a person other than a retiring director of the Company for election as a director of the Company at the GM, you should deposit (1) a written notice of to propose a resolution at the GM; and (2) a notice executed by the nominated candidate of the candidate’s willingness to be appointed together with (i) that candidate’s information as required to be disclosed under Rule 13.51(2) of the Listing Rules and such other information, as set out in the below; and (ii) the candidate’s written consent to the publication of his/her personal data which shall be given to Green Leader’s Company Secretary.

如閣下希望於股東大會建議一位將退任重選為董事之外的人以出任本公司董事，閣下應提供（1）股東大會上之決議案書面建議通知書；及（2）被提案後選人之書面意願書表明願意出任連（i）同該名後選人根據上市規則第 13.51(2)條要求披露之資料及其他下列資訊；及（ii）該名後選人致綠領之公司秘書之書面確認書表明其同意將其個人資料公開。

The minimum length of the period of notice, during which such notice is given, should be at least 7 days and that the period for lodgment of such notice 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 7 days prior to the date of such meeting.

惟發出有關通知的最短期限將為至少 7 日，及開始遞交有關通知的期限須不早於指定進行有關選舉的股東大會通告寄發後翌日及不遲於有關大會日期前 7 日止。

Required information of the candidate(s) nominated by Shareholders

獲股東提名候選人須提交的資料

- (a) *full name and age;*
全名及年齡；

- (b) *experience including (i) other directorships held in the past 3 years in public companies of which the securities are listed on any securities market in Hong Kong and overseas, and (ii) other major appointments and professional qualifications;*
有關經驗，包括 (i) 過去 3 年在其證券於香港或海外任何證券市場上市的公眾公司擔任其他董事職務；以及 (ii) 其他主要任命及專業資格；

- (c) *current employment and such other information (which may include business experience and academic qualifications) of which Shareholders should be aware of, pertaining to the ability or integrity of the candidate;*
現時的工作以及股東須知的其他有關候選人能力及誠信的資料（如包括業務經驗及學術資格）；

- (d) *relationships with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of Green Leader, or an appropriate negative statement;*
與綠領任何董事、高級管理人員、主要股東或控股股東（定義見《上市規則》）的關係，或否定此等關係的合適聲明；

- (e) *interests in Shares within the meaning of Part XV of the SFO, or an appropriate negative statement;*
《證券及期貨條例》第 XV 部所指的股份權益，或否定此等權益的合適聲明；

- (f) *a declaration made by the nominated candidate in respect of the information required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement to that effect where there is no information to be disclosed pursuant to any of such requirements nor there are any other matters relating to that nominated candidate's standing for election as a Director that should be brought to Shareholders' attention; and*
獲提名候選人就根據《上市規則》第 13.51(2)(h)至(w)條規定予以披露的資料所作的聲明，或否定存有任何根據該等規定予以披露的資料及任何需要股東知悉有關該獲提名候選人參選董事的事項的合適聲明；及

(g) *contact details.*
聯絡詳情。

Notes:

1. During the annual GM, the Shareholders proposing the candidate will be required to read aloud the proposed resolution.

於週年股東大會上，提名候選人的股東須朗讀其提出的決議案。

2. A written request must be deposited at Units 2001-2, 20/F, Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong, the head office of the Company, for the attention of the Company Secretary.

書面通知書應送交本公司辦事處於香港德輔道中 189 號李寶椿大廈 20 樓 2001-2 室，公司秘書收。

3. The request will be verified with the Company's Hong Kong Branch Share Registrar and upon their confirmation that the request is proper and in order, the Company Secretary will ask the Board of Directors to include the resolution in the agenda for the GM provided that the Shareholders concerned have deposited a sum of money reasonably sufficient to meet the Company's expenses in serving the notice of the resolution and circulating the statement submitted by the Shareholders concerned in accordance with the statutory requirements to all the registered Shareholders. On the contrary, if the request has been verified as not in order or the Shareholders concerned have failed to deposit sufficient money to meet the Company's expenses for the said purposes, the Shareholders concerned will be advised of this outcome and accordingly, the proposed resolution will not be included in the agenda for the GM.

本公司的香港股份登記分處會核實有關要求及確認為合理及許可後，會要求有關股東存入保證金以支付相關法定要求對已登記股東發出有關通知之費用，公司秘書會詢求董事會同意於股東大會議程上加入該決議案。相反，如有關要求被核實為不合理及有關股東並未存入有關足夠保證金以足夠應付本公司有關開支，相關股東會被通知相關決議案不會被加入股東大會議程上。

4. The period for lodgment of such a written notice will commence no earlier than the day after the dispatch of the Notice and end no later than seven days prior to the date of the GM. If the notice is received less than 15 days prior to the GM, the Company will need to consider the adjournment of the GM in order to allow Shareholders 14 days' notice of the proposal.

發出有關書面通知應最早於會議通知發出後及最遲於大會前 7 日遞交。如果有關通知少於股東大會前 15 日前遞交，本公司會考慮股東大會延期以讓股東有 14 日通知以收到相關建議。