

LUYUAN

綠源

Luyuan Group Holding (Cayman) Limited

綠源集團控股（開曼）有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2451)

Procedures for shareholders to propose a person for election as director

According to the articles of association (the “**Articles**”) of Luyuan Group Holding (Cayman) Limited (the “**Company**”), the Company may by ordinary resolution elect any person to be a director either to fill a casual vacancy on the board of directors of the Company (the “**Board**”) or as an addition to the existing Board.

Set out below are the procedures for shareholders to propose a person other than a retiring director for election as a director at a general meeting. Such procedures are subject to the Articles and applicable legislation and regulations, in particular the Companies Act, Cap. 22 (Law 3 of 1961) of the Cayman Islands (As Revised), as amended, supplemented or otherwise modified from time to time.

Shareholder of the Company who wishes to propose a person to stand for election as a director at a general meeting shall lodge with the Company notice in writing. The notice must include the name, shareholding and contacts of the shareholder proposing a person to be elected as a director of the Company, the name, biographical details and other information of the person proposed for election as a director as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and must be signed by the shareholder concerned and signed by the proposed director indicating his/her willingness to be elected and consent of publication of his/her information. Such written notice shall be lodged at the Company’s principal place of business in Hong Kong at 31/F., Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong.

In order to ensure that other shareholders would have sufficient time to receive and consider the information of the person proposed for election as a director, shareholders are urged to lodge their written notice of his intention to propose a person for election as director as early as practicable in advance of the relevant general meeting and, in any case, not less than 12 business days (as defined in the Listing Rules, i.e. day(s) on which The Stock Exchange of Hong Kong Limited is open for business of dealing in securities) before the date scheduled for holding the relevant general meeting, so that the Company can complete the verification procedure with the Company’s share registrar, and procure the publication of an announcement and/or the dispatch of a supplementary circular to shareholders in compliance with the applicable requirements under the Listing Rules.

* For identification purposes only

In the event that any such written notice is received by the Company later than the 12th business day before the date of holding the relevant general meeting, the Company will need to consider whether to adjourn the relevant meeting so as to give shareholders a notice of at least 10 business days of the proposal in accordance with the Listing Rules.

(If there is any inconsistency between the English and Chinese version, the English version shall prevail.)