



共创 共享 共成长

Guangdong Join-Share Financing Guarantee Investment Co., Ltd.*

廣東中盈盛達融資擔保投資股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(the “**Company**”)

(Stock Code: 1543)

PROCEDURES FOR SHAREHOLDERS TO NOMINATE A PERSON FOR ELECTION AS A DIRECTOR

Pursuant to the Articles 93 to 95 of the articles of association of Guangdong Join-Share Financing Guarantee Investment Co., Ltd.* (the “**Articles of Association**”), the procedures for shareholders of the Company to nominate a person for election as a director of the Company (the “**Director**”) are summarised as follows:

Procedures for the shareholders of the Company (the “Shareholders”) to nominate a person for election as a Director (other than an independent non-executive Director)

- (1) Any Shareholder individually or jointly holding more than 5% of the issued voting shares of the Company for more than 1 year (the “**Eligible Shareholder**”) shall be entitled to nominate a person other than a Director, provided that the number of individuals nominated for directorships is in compliance with the requirements under the Articles of Association.
- (2) Before making any nominations, any person who wishes to make a nomination shall seek the consent of the candidate to be nominated and fully understand his/her academic qualifications, occupation, professional title and detailed work experience (including all part-time jobs).
- (3) The proposer(s) shall submit (a) a written proposal for making a nomination; (b) the letter of consent (the “**Consent Letter**”) signed by the candidate being nominated on his/her willing to be elected as a Director; (c) the letter of undertaking (the “**Undertaking Letter**”) signed by him/her, confirming the accuracy and completeness of his/her information and undertaking to perform the Directors’ duties; and (d) written materials of his/her detailed biographical information as referred in paragraph 2 above (collectively, the “**Documents**”) to the board of Directors (the “**Board**”).
- (4) In the case of any nomination of a person for the election as a Director (other than an independent non-executive Director), the Documents shall be submitted to the Board no later than 10 days before the date of the general meeting of the Company for the Board’s consideration.
- (5) The Board will, if consider fit, make an announcement in relation to such proposal and will include the resolution in the agenda for such general meeting proposing such person to be elected as a Director.

* For identification purposes only

Procedures for the Shareholders to nominate a person for election as an independent non-executive Director

- (1) Any Eligible Shareholder shall be entitled to nominate a person other than an independent non-executive Director, provided that the number of individuals nominated for directorships shall be in compliance with the Articles of Association.
- (2) Before making any nominations, any person who wishes to make a nomination shall seek the consent of the candidate to be nominated and fully understand his/her academic qualifications, occupation, professional title, detailed work experience (including all part-time jobs) and his/her independence from the Company.
- (3) The proposer(s) shall submit (a) a written proposal for making a nomination; (b) Consent Letter; (c) the Undertaking Letter; (d) written materials of his/her detailed biographical information as referred in paragraph 2 above; and (e) the opinion of the proposer(s) as referred in paragraph 4 below (collectively, the “**INED Documents**”) to the Company.
- (4) The proposer(s) shall give his/her opinion on the qualification and independence of the candidate to be nominated. Such candidate shall state publicly that he/she does not have any relationship with the Company which could affect the exercise of his/her independent and objective judgment.
- (5) In the case of any nomination of a person for the election as an independent non-executive Director, the INED Documents shall be submitted to the Board no later than 10 days before the date of the general meeting of the Company for the Board’s consideration.

Remarks: This document is available in both Chinese and English versions. In case of inconsistencies between two versions, the Chinese version shall prevail.