



**UPBEST GORUP LIMITED**

**美建集團有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 335)**

**(the “Company”)**

**PROCEDURES FOR SHAREHOLDERS TO  
PROPOSE A PERSON FOR ELECTION AS A  
DIRECTOR**

## **Procedures For Shareholders To Propose A Person For Election As A Director**

According to section 120 of the Articles of Association of the Company, no person, other than a retiring Director, shall, unless recommended by the Directors for election, be eligible for election to the office of director at any general meeting, unless during the period commencing no earlier than the day after the dispatch of the notice of the meeting appointed for such election and ending no later than seven days prior to the date of such meeting, a notice in writing signed by a member (not being the person to be proposed) duly qualified to be present and vote at the meeting for which such notice is given of his intention to propose that person for election as a Director and notice in writing signed by that person to be proposed of his willingness to be elected shall have been delivered to the Company's principal place of business in Hong Kong not less than seven days before the date of the general meeting.

If a shareholder wishes to nominate a person to stand for election as a director of the Company, the procedure should be as follows:

- (i) A shareholder can serve a notice to the Company Secretary within lodgement period of its intention to propose a resolution to elect a certain person as a director at the annual general meeting;
- (ii) Nominated candidates should submit the necessary personal information together with their written consent to be appointed as directors and to the public disclosure of their personal data on any documents or the relevant websites for the purpose of or in relation to their standing for election as a director of the Company; and
- (iii) Such notice shall be lodged at the principal place of the Company in Hong Kong at 2<sup>nd</sup> Floor, Wah Kit Commercial Centre, 300 Des Voeux Road Central, Hong Kong or at the address of Tricor Investor Services Limited, the Hong Kong branch share register and transfer office of the Company at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

*In case of any inconsistency between the English version and the Chinese version, the English version shall prevail.*