

## Shanghai Haohai Biological Technology Co., Ltd.

### Procedures for shareholders to propose a person for election as a director<sup>1</sup>

Shareholders of Shanghai Haohai Biological Technology Co., Ltd. (the “**Company**”) may propose a person for election as a director according to the procedures set forth below:

1. Shareholder(s) who individually or together hold(s) three percent or more of the total outstanding voting shares of the Company may propose to the general meeting (“**General Meeting**”) candidates for the position of director in the form of a written motion, provided that the number of persons nominated complies with the articles of association of the Company (the “**Articles of Association**”) and is not greater than the number of persons to be elected; the aforementioned motion submitted to the Company by (a) shareholder(s) shall be delivered to the Company at least 14 days<sup>2</sup> before the date the General Meeting is to be held;
2. The written notices of the intention to nominate director and of the nominees indicating their willingness to accept the nomination as well as relevant written materials on the nominees shall be delivered to the Company at least 14 days<sup>3</sup> before the date of the General Meeting; the Board of Directors shall provide to the shareholders the biographical details and basic particulars of the director candidates;

The period accorded by the Company to the nominators and candidates to submit the aforementioned notices and documents shall not be less than 14 days (counting from the day immediately following the date of despatch of the notice of the General Meeting).

3. In order to comply with relevant disclosure requirements on directors of an issuer under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and to enable the shareholders to make an informed decision on their election of directors, the biographical details and basic particulars of the director candidates provided by the nominators to the shareholders shall include (but not limited to) the following items:
  - a) full name and age;

<sup>1</sup> The procedures for shareholders to propose a person for election as a director in this document are summarised by the Company in accordance with applicable laws, regulations, the listing rules of the stock exchanges where the shares of the Company are listed and other related documents, as well as relevant provisions in the Articles of Association.

<sup>2</sup> According to Rules 13.70 and 13.73 of the Listing Rules, where a shareholder propose a person for election as a director at a general meeting after the publication of the notice of such general meeting, the issuer must provide relevant information, including the particulars of the nominee, to the shareholders either by way of an announcement or in a supplementary circular not less than 10 business days before the date of the relevant general meeting. Given the above-mentioned provisions, in order to leave the Company sufficient time to prepare the announcement or supplementary circular, it is appreciated that shareholder(s) who is/are to propose a person for election as a director contact the Company at his/her/their earliest convenience and deliver relevant materials to the Company.

<sup>3</sup> See note 2 above.

- b) positions held with the Company and/or its subsidiaries (if any);
  - c) relevant experience including (i) other directorships held in the past three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, and (ii) other major appointments and professional qualifications;
  - d) 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;
  - e) relationships with any directors, members of the senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company, or an appropriate negative statement to that effect;
  - f) his/her interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement to that effect;
  - g) a declaration made by the nominees 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 the nominees' standing for election as a director that should be brought to the shareholders' attention;
  - h) any punishment by the China Securities Regulatory Commission and other relevant departments, and reprimand by Stock Exchange; and
  - i) contact details.
4. The Company's Board of Directors, Supervisory Committee and shareholder(s) who individually or together hold(s) at least 3 percent of the outstanding shares of the Company may propose candidates for the position of independent non-executive director; such directorships will be decided through election by the General Meeting. The candidate shall submit a declaration of independence from the Company and in relation to his ability to make independent and objective judgment.