

Haichang Holdings Ltd.

海昌控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(the “Company”)

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

- 1.1 Article 16.3 of the Company’s articles of association (the “**Articles of Association**”) states that the Company may from time to time in general meeting by ordinary resolution elect any person to be a director of the Company (“**Director**”) either to fill a casual vacancy or as an additional Director.
- 1.2 Article 16.4 of the Articles of Association provides that no person shall, unless recommended by the board of Directors of the Company (the “**Board**”), be eligible for election to the office of Director at any general meeting unless during the period, which shall be at least seven days, commencing no earlier than the day after the despatch of the notice of the meeting appointed for such election and ending no later than seven days prior to the date of such meeting, there has been given to the company secretary of the Company appointed by the Board from time to time notice in writing by a member of the Company (not being the person to be proposed), entitled to attend and vote at the meeting for which such notice is given, of his intention to propose such person for election (the “**Nomination Notice**”) and also notice in writing signed by the person to be proposed of his willingness to be elected.
- 1.3 The Nomination Notice must state the full name of the person proposed for election as a Director and include such person’s biographical details as required by rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Note: If there is any inconsistency between the English and Chinese versions of this document, the English version shall prevail.

June 2014