



濱海投資有限公司  
BINHAI INVESTMENT COMPANY LIMITED

## **Binhai Investment Company Limited**

(the “Company”)

(Incorporated in Bermuda with limited liability)

(Stock Code : 8035)

# **PROCEDURES FOR MEMBERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**

Bye-Law 88 of the Bye-Laws of the Company provides that no person, other than a retiring Director, shall, unless recommended by the Director for election, be eligible for election to the office of Director at any general meeting, unless Notice by a Member (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such Notice is given of his intention to propose such person for election as a Director and also a Notice signed by the person to be proposed of his willingness to be elected shall have been given to the Company or lodged at the head office or at the Registration Office provided that the minimum length of the period, during which such Notices are given, shall be at least seven (7) days and that (if the Notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgement of such Notices shall commence on the day after the despatch of the Notice of the general meeting appointed for such election and end no later than seven (7) days prior to the date of such general meeting.

Accordingly, if a member of the Company (the “Member”) wishes to propose another person (not being a present director of the Company) for election as a director of the Company at a general meeting of the Company (the “Proposal”), he/she should lodge at the head office of the Company at Suites 3205-07, 32/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong or at the office of the Company’s branch share registrar in Hong Kong, Hong Kong Registrars Limited, at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (i) a written notice setting out the Proposal; and (ii) a written notice signed by the person to be proposed of his willingness to be elected.

In order for the Company to inform all Members of the Proposal, the written notice must state the full name of the person proposed for election as a director of the Company, include that person’s biographical



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details as required under rule 17.50(2) of the Rules Governing the Listing of Securities on Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”) and such other relevant information (e.g. contact details, including residential address, telephone number, and HKID card/passport number, etc.), and be signed by the Member lodging the Proposal.

The period for lodgment of such written notices shall commence not earlier than the day after the despatch of the notice of such general meeting and end no later than seven (7) days prior to the date of such general meeting. The Company will be required under rule 17.46B of the GEM Listing Rules to provide the information about the Proposal in a supplementary circular or by way of an announcement not later than 10 business days before such general meeting. If such written notices are received by the Company less than 21 days prior to such general meeting, the Company may need to consider the adjournment of such general meeting.

Note :

Members may view the details of rules 17.46B and 17.50(2) of Chapter 17 of the GEM Listing Rules at the Stock Exchange’s website as follows :

[http://www.hkex.com.hk/eng/rulesreg/listrules/gemrules/documents/chapter\\_17.pdf](http://www.hkex.com.hk/eng/rulesreg/listrules/gemrules/documents/chapter_17.pdf)