

## **PROCEDURE FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS DIRECTOR**

Pursuant to Article 116 of the Articles of Association of China Mengniu Dairy Company Limited (the “**Company**”), if a shareholder wishes to propose a person, other than a retiring director of the Company for election as a director of the Company at a general meeting, such shareholder (not being the person to be proposed), who is entitled to attend and vote at such general meeting should give the Nomination Committee of the Company a notice in writing of his intention to propose such person for election and a notice signed by the person to be proposed of his willingness to be elected. The person proposed to be elected is required to be approved by the Nomination Committee.

The notices should be given within the period commencing no earlier than the day after despatch of the notice of the general meeting appointed for such election and ending no later than seven (7) days prior to the date of such general meeting.

Accordingly, if a shareholder wishes to propose a person for election as a director of the Company, the following documents have to be validly served on the Company Secretary at the principal place of business of the Company in Hong Kong:

- (i) his/her notice of intention to propose a person for election at a general meeting;  
and
- (ii) a notice executed by the nominated candidate of his/her willingness to be appointed together with:
  - (A) that candidate’s information as required to be disclosed under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and
  - (B) the candidate’s written consent to the publication of his/her personal data.

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