

SMIT Holdings Limited
國微技術控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2239)

PROCEDURE FOR SHAREHOLDERS

TO PROPOSE A PERSON FOR ELECTION AS DIRECTOR

Pursuant to Article 16.4 of the Articles of Association of SMIT Holdings Limited (the “**Company**”), no person shall, unless recommended by the board of directors of the Company, be eligible for election to the office of director of the Company 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 secretary of the Company 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 and also notice in writing signed by the person to be proposed of his willingness to be elected.

Accordingly, if a shareholder of the Company wishes to propose a person other than a Director for election as a director of the Company at the Company’s general meeting (“**Proposal**”), he/she should lodge a written notice setting out the Proposal and his/her contact details to the secretary of the Company at the principal place of business of the Company in Hong Kong at Flat/Rm 4801, 48/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong.

This procedure is subject to review by the board of directors of the Company from time to time and shall be posted on the Company’s website at www.smit.com.cn.

Hong Kong, 29 March 2016