



## **Takbo Group Holdings Limited**

**德寶集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8436)**

**(the “Company”)**

### **Procedures for a Shareholder to Propose a Person for Election as a Director**

1. Pursuant to Rule 17.50C of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), the Company sets out these procedures to provide shareholders of the Company (the “**Shareholder(s)**”) with detailed procedures by which they can use for nominating a person for election as a director of the Company (the “**Director**”).
2. According to Article 85 of the Articles of Association, no person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a written notice signed by a member (other than the person to be proposed) (“**Nominator**”) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also a written notice signed by the person to be proposed (“**Nominee**”) of his willingness to be elected shall have been lodged at the headquarter or the registration office in Hong Kong at Room B, 35/F., EGL Tower, 83 Hung To Road, Kwun Tong, Kowloon, Hong Kong for the attention of the Company Secretary of the Company:
  - (a) a notice in writing signed by the Nominator of the intention to propose the Nominee for election as a Director in which the following information should be included:
    - i. the biographical details of the Nominee as required by Rule 17.50 (2) of the GEM Listing Rules; and
    - ii. the contact details of the Nominator and the Nominee.
  - (b) a notice in writing by the Nominee of his willingness to be elected as a Director and consent of publication of his/her personal information.
3. Such notice shall be lodged at least seven (7) days before the date of the general meeting and the period for lodgement of such notices shall commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven days (7) prior to the date of such general meeting.

4. Upon receipt of the written notices from the Nominator to propose the Nominee at the general meeting, the Company will then publish an announcement in accordance with the requirements under the GEM Listing Rules or issue a supplementary circular. The particulars of the Nominee will be included in the announcement or supplementary circular of the Company.
5. In order to allow the Company's shareholders to have sufficient time to consider the proposal of election of the Nominee as the Director, shareholders who wish to make the proposal are urged to submit and lodge the notices as early as possible.
6. Shareholders who have enquiries regarding the above procedures may write to the Company Secretary at Room B, 35/F., EGL Tower, 83 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Hong Kong, 26 October 2017

*(The English version shall always prevail in case of any inconsistency between the English version and its Chinese translation)*