

河北翼辰實業集團股份有限公司
HEBEI YICHEN INDUSTRIAL GROUP CORPORATION LIMITED

(于中華人民共和國註冊成立的股份有限公司)

(a joint stock limited liability company incorporated in the People's Republic of China)

(股份編號:1596)

(Stock code: 1596)

股東提名董事候選人程式

Procedures for shareholders to propose a person for election as a director

以下為根據本公司章程第 8.19 及 10.2 條及香港聯合交易所有限公司證券上市規則（「上市規則」）編制，以供河北翼辰實業集團股份有限公司（「本公司」）股東（「股東」）提名人選參選本公司董事（「董事」）的程式：

The following procedures for a shareholder (“**Shareholder**”) of Hebei Yichen Industrial Group Corporation Limited (the “**Company**”) to propose a person for election as a director (“**Director**”) of the Company are prepared in accordance with articles 8.19 and 10.2 of the articles of association of the Company and the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited:

1. 倘單獨或合計持有本公司 3% 以上股份的股東（「提名人」）有意于本公司股東大會上提呈任何人選（「候選人」）參選董事，其應于寄發股東大會通告當日起至不遲于有關股東大會召開七日前期間，將 (i) 經提名人簽署並表明提名候選人參選董事意圖的書面通知（「提名通知」），及 (ii) 經候選人簽署並表明其願意接受提名為董事候選人的書面通知（「同意通知」）送達（或促使送達）下列任何一個位址：

If one or more Shareholder(s) holding 3% or more of the issued shares of the Company (“**Nominator(s)**”) wish(es) to propose any person (“**Candidate**”) for election as a Director at a general meeting of the Company, he/she/it/they should deposit (or procure the deposit of) (i) a written notice (the “**Proposal Notice**”) signed by the Nominator(s) of his/her/its/their intention to propose the Candidate for election as a Director; and (ii) a written notice (the “**Consent Notice**”) signed by the Candidate of his/her willingness to accept the nomination as a candidate for election as a Director, at either of the following addresses during a period commencing on the day after the dispatch of the notice of the general meeting and ending no later than seven days before the date of such general meeting:

本公司的香港主要營業地點

Principal place of business of the Company in Hong Kong

香港

皇后大道東 183 號
合和中心 54 樓

Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

本公司的 H 股證券登記處
H share registrar of the Company

中央證券登記有限公司
香港
皇后大道東 183 號
合和中心 17 樓
1712–1716 號舖

Computershare Hong Kong Investor Services Limited
Shops 1712–1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

2. 提名通知 (i) 必須載有候選人的全名； (ii) 必須注明日期並經提名人簽署；及(iii)所載有候選人的人數必須符合本公司章程的規定，並且不得多於有關股東大會中擬選舉董事的人數。

The Proposal Notice (i) must set out the full name of the Candidate; (ii) must be dated and signed by the Nominator; and (iii) for nomination of such number of Candidates in compliance with the requirement under the articles of association of the Company, and shall not exceed the number of Directors to be elected in the relevant general meeting of the Company.

3. 同意通知 (i) 必須表明候選人願意接受提名為董事候選人的意向；及 (ii) 必須注明日期並經候選人簽署。

The Consent Notice (i) must indicate the Candidate's willingness to accept the nomination as a candidate for election as a Director; and (ii) must be dated and signed by the Candidate.

為使股東于股東大會上就提名候選人參選董事的提案作出知情決定及符合上市規則，本公司須於接獲提名通知及同意通知後在切實可行的情況下儘快刊發公告

或發出補充通函，其中須載有上市規則不時規定須披露的候選人資料（包括但不限於上市規則第 13.51 (2) 條所提及的資料）。

To enable the Shareholders to make an informed decision on the proposal to elect the Candidate as a Director at a general meeting and in compliance with the Listing Rules, the Company shall publish an announcement or issue a supplementary circular, which shall include particulars of the Candidate as may from time to time be required under the Listing Rules (including, without limitation, the information required under Rule 13.51(2) of the Listing Rules), as soon as is practicable after the receipt of the Proposal Notice and the Consent Notice.

根據上市規則第 13.73 條，本公司可在適當情況下押後股東大會，讓股東最少有 10 個營業日考慮上述公告或補充通函所披露的有關資料。

Under Rule 13.73 of the Listing Rule, the Company may, where appropriate, adjourn the general meeting to give Shareholders at least 10 business days to consider the relevant information disclosed in the aforesaid announcement or the supplementary circular.

為了避免押後股東大會及確保本公司能夠遵守上市規則，候選人須于同意通知送達上述任何一個位址後在切實可行的情況下儘快向本公司提供其根據上市規則須披露的資料，以載於上述由本公司刊發的公告或補充通函。

To avoid potential adjournment of the general meeting and for the Company's compliance with the Listing Rules, the Candidate is required to provide to the Company, upon the lodging of the Consent Notice at either of the addresses stated above or as soon as is practicable thereafter, his/her particulars as required to be disclosed under the Listing Rules for publication in the aforesaid announcement or supplementary circular of the Company.

附注：本文件的中英文本如有歧異，概以英文本為準。

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

2016 年 12 月
December 2016