

Gold Peak Industries (Holdings) Limited

Nomination of Directors by Shareholders

General

Article 116 of the Company's Articles of Association provides that no person (other than a Director retiring in accordance with the Articles of Association) shall be eligible for election to the office of Director at any general meeting unless:

- (a) he/she is recommended by the Directors; or
- (b) not earlier than the day after the despatch of the notice of the meeting appointed for such election and not later than 7 days prior to the date of such meeting, there has been given to the Company, by a shareholder (other than the person to be proposed) entitled to vote at the meeting ("Shareholder"), notice of his/her intention to propose a resolution for the election of that person and a notice executed by that person of his/her willingness to be elected.

Documents provided by Shareholders to nominate a person to stand for election as a Director

Accordingly, if a Shareholder wishes to nominate a person to stand for election as a Director, the following documents must be validly served on the Company Secretary of the Company:

- (i) his/her notice of intention to propose a resolution at the general meeting; and
- (ii) a notice executed by the nominated candidate of the candidate's willingness to be appointed together with (A) that candidate's information as required to be disclosed under Rule 13.51(2) of the Listing Rules and such other information as set out in the below heading "Required information of the candidate(s) nominated by Shareholders", and (B) the candidate's written consent to the publication of his/her personal data.

Required information of the candidate(s) nominated by Shareholders

In order to enable the Company's shareholders to make an informed decision on their election of Directors, the above described notice of intention to propose a resolution by a Shareholder should be accompanied by the following information of the nominated candidate(s):

- (a) full name and age;
- (b) positions held with the Company and/or other members of Gold Peak Group (if any);
- (c) experience including (i) other directorships held in the past 3 years in public companies of which the securities are listed on any securities market in Hong Kong and overseas, and (ii) other major appointments and professional qualifications;
- (d) current employment and such other information (which may include business experience and academic qualifications) of which the Company's shareholders should be aware of, pertaining to the ability or integrity of the candidate;
- (e) length or proposed length of service with the Company;
- (f) relationships with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, or an appropriate negative statement;
- (g) interests in the Company's shares within the meaning of Part XV of the SFO, or an appropriate negative statement;
- (h) a declaration made by the nominated candidate in respect of the information required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement to that effect where there is no information to be disclosed pursuant to any of such requirements nor there are any other matters relating to that nominated candidate's standing for election as a Director that should be brought to the attention of the Company's shareholders; and
- (i) contact details.

Shareholders' meeting

The Shareholder proposing the candidate will be required to read out aloud the proposed resolution at the meeting appointed for such election.