



CONTINENTAL
HOLDINGS LIMITED
恒和珠寶集團有限公司

(incorporated in Hong Kong with limited liability)

(The “Company”)

(Stock Code: 00513)

**Procedures for Shareholders to Propose a Person
For Election as a Director**

1 Provisions in the Company’s Articles of Association

1.1 The provisions for a shareholder to propose a person for election as a director of the Company are set out in Article 111 of the Company’s Articles of Association.

1.2 Extract of Article 111 is set out below:

“No person, other than a retiring Director, shall, unless recommended by the Directors for election, be eligible for election to the office of Director at any general meeting, unless notice in writing of the intention to propose that person for election as a Director and notice in writing by that person of his willingness to be elected shall have been lodged at the Registered Office at least seven (7) clear days before the date of the general meeting and the period for lodgement of such notice shall commence no earlier than the day immediately after the despatch of the notice of the general meeting appointed for such election and shall be at least 7 clear days in length.”

2 Requirements under the rules governing the listing of securities on the Stock Exchange of Hong Kong Limited (the “Listing Rules”)

2.1 Pursuant to Rules 13.70 and 13.74 of the Listing Rules, the Company shall:

2.1.1 Publish an announcement or issue a supplementary circular upon receipt of a notice from a shareholder to propose a person for election as a director at the general meeting where such notice is received by the Company after publication of the notice of general meeting;

2.1.2 Include in the announcement or supplementary circular the particulars required under Rule 13.51(2) of the Listing Rules of such person proposed to be elected as a director;

2.1.3 Assess whether or not it is necessary to adjourn the meeting of the election to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular.

3 Procedures for shareholders to propose a person for election as a Director

3.1 If a shareholder wishes to propose a person (the “Candidate”) for election as a director of the Company at a general meeting, he/she shall deposit a written notice (the “Notice”) at the registered office in Hong Kong at Flats M & N, 1st Floor, Kaiser Estate, Phase III, 11 Hok Yuen Street, Hunghom, Kowloon, Hong Kong.

3.2 The Notice: –

3.2.1 must be included the shareholder’s intention to propose a resolution;

3.2.2 must be signed by the Candidate of his/her willingness to be elected and consent of publication of his/her personal information;

3.2.3 must include the personal information of the Candidate required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

- 3.3 The period for lodgment of the Notice shall commence on the day after the despatch of the notice of general meeting and end no later than seven (7) days prior to the date of such general meeting.
- 3.4 In order to ensure the Company's shareholders to have sufficient time to consider the proposal of election of the Candidate as a director of the Company, shareholders who wish to make the proposal are encouraged to submit and lodge the documents listed in 3.2 above to the attention of the Company Secretary at the registered office of the Company as early as practicable.

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