



Shenzhen Zhaowei Machinery & Electronics Co., Ltd.

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

The shareholders of the Company (the “**Shareholders**”) may nominate a person for election as a director of the Company at the Shareholders’ meeting (annual Shareholders’ meetings or extraordinary Shareholders’ meetings) required to be held by the Company for such election in accordance with Article 57 and Article 86 of the Articles of Association of Shenzhen Zhaowei Machinery & Electronics Co., Ltd. (the “**Articles**”).

1. The Shareholders of the Company who individually or jointly hold one percent (1%) or more of the Company’s shares are entitled to put forward a proposal on nomination of a person for election as a director and submit the same to the board (the “**Board**”) of directors (the “**Directors**”) of the Company in writing ten (10) days prior to the convening of the Shareholders’ meeting.
2. The Shareholder nominating a Director shall provide information on the nominated candidate as required to be disclosed under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Prior to the Shareholders’ meeting at which the nominated candidate is to be elected as a Director, the Board shall publish an announcement regarding the aforementioned information of such Director.
3. The candidate shall, prior to the Shareholders’ meeting, issue a written undertaking to the Company, agreeing to accept the nomination.

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