

# CHINA UNIENERGY GROUP LIMITED

## 中国优质能源集团有限公司

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

**(Stock Code: 1573)**

**(the “Company”)**

### **PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY**

#### **1. Introduction**

Subject to applicable laws and rules, including the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Company’s articles of association (the “**Articles of Association**”), as amended from time to time, shareholders of the Company (“Shareholders”, and each a “**Shareholder**”) may put forward proposal in general meetings to nominate any person to stand for election as a director of the Company (“**Director**”).

#### **2. Provisions in the Articles of Association**

Article 85 of the Articles of Association provides that:

“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 Notice signed by a Member (other than the person to be proposed) 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 Notice signed by the person to be proposed of his willingness to be elected shall have been lodged at the head office or at the Registration Office provided that the minimum length of the period, during which such Notice(s) are given, shall be at least seven (7) days and that (if the Notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgment of such Notice(s) shall commence on the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven (7) days prior to the date of such general meeting.”

### 3. Procedures for Shareholders to Propose a Person for Election as a Director

- 3.1. Accordingly, if a Shareholder, who is duly qualified to attend and vote at any general meeting of the Company, wishes to propose a person (the “**Proposed Person**”) for election as a Director at a general meeting, the Shareholder shall deposit a written notice (the “**Notice**”) at the Company’s principal place of business in Hong Kong at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.
- 3.2. The Notice (i) should state the Shareholder’s intention to propose the Proposed Person for election as a Director; (ii) must include the biographical details of the Proposed Person as required by Rule 13.51(2) of the Listing Rules; and (iii) must be signed by the Shareholder concerned and signed by the Proposed Person indicating his/her willingness to be elected and consent of publication of his/her biographical details.
- 3.3. The period for lodgement of the Notice shall be at least seven (7) days commencing no earlier than the day after the despatch of the notice of general meeting and ending no later than seven (7) days prior to the date of such general meeting.
- 3.4. Upon receipt of the Notice after the publication of the notice of general meeting, the Company will, prior to the general meeting, publish an announcement or issue a supplementary circular to the Shareholders containing the information of the Proposed Person(s) pursuant to the Listing Rules, as applicable.