



SA SA INTERNATIONAL HOLDINGS LIMITED (“COMPANY”)

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

1. Subject to applicable laws and regulations, and the Company’s articles of association (“Articles”)¹, the procedures for shareholders to propose a person for election as a director of the Company are as follows.
2. Under Article 119 of the Articles, the Company may by ordinary resolution elect any person to be a director either to fill a casual vacancy or as an addition to the existing directors. Such resolution may take the form of a written resolution passed in accordance with Article 84 of the Articles which must be signed by all members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by their duly appointed representatives) or it may be passed at any general meeting of the Company duly convened.
3. Article 120 of the Articles provides that no person shall, unless recommended by the Board, be eligible for election to the office of director at any general meeting, unless during the period which shall be at least seven days commencing no earlier than the day after the despatch of the notice of the meeting appointed for the meeting, there has been given to the Company Secretary notice in writing by a member of the Company (not being the person proposed) entitled to attend and vote at the meeting for which such notice is given, of his/her intention to propose such person for election as a director and also a notice in writing signed by the person to be proposed of his/her willingness to be elected.
4. Accordingly, if a shareholder (“the Proposing Shareholder”) wishes to propose a person for election as a director, he/she must give notice to the Company of his/her intention to do so; and the person proposed (the “Candidate”) must also give notice to the Company of his/her willingness to be elected. Both notices must conform with the requirements set out in paragraph 3 above and be sent to the Company’s head office in Hong Kong at 8th Floor, Block B, MP Industrial Centre, 18 Ka Yip Street, Chai Wan, Hong Kong, marked for the attention of the Company Secretary, during the period referred to in paragraph 3 above.

¹ A complete set of the Articles of Association is available on the website of the Company (<https://corp.sasa.com>) and on the website of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

5. The Company is required by rule 13.70 of the Listing Rules to publish an announcement or issue a supplementary circular upon receipt of the notice to propose a person for election as a director from the Proposing Shareholder which must include particulars of the Candidate. In order to give shareholders at least 10 business days to consider the information disclosed in the announcement or supplementary circular, the general meeting may have to be adjourned.
6. To enable the Company to comply with the requirements of rule 13.70, the Candidate must provide the following information (as required to be disclosed under rule 13.51(2) of the Listing Rules) together with the notice of willingness to be elected:
 - 6.1 full name and age;
 - 6.2 positions held with the Company or any of its subsidiaries;
 - 6.3 experience including:
 - (i) other directorships held in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and
 - (ii) other major appointments and professional qualifications;
 - 6.4 length or proposed length of service with the Company;
 - 6.5 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;
 - 6.6 his interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement;
 - 6.7 the information required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement; and
 - 6.8 whether there are any other matters relating to the Candidate's standing for election as a director that need to be brought to the attention of the Company's shareholders.
7. The text of this document appears in both English and Chinese languages. In case of discrepancy, the English version shall prevail.