

*The procedure is prepared in English. In case of any inconsistency between the Chinese version and the English version, the English version shall prevail.*

## **Pantronics Holdings Limited**

**桐成控股有限公司**

*(Incorporated in the British Virgin Islands with limited liability)*

**(Stock code: 1611)**

**(the “Company”)**

### **Procedures for Shareholders to propose a person for election as a Director**

The procedures for shareholders of the Company (the “**Shareholders**”) to propose a person for election as a director of the Company (the “**Director**”) are set out below:

- The Shareholder shall be duly registered in the principal register or any branch register of Shareholders of the Company as holder for the time being of any share in the share capital of the Company.

The following shall be lodged at the company secretary of the Company at Flat/RM 1603A, 16/F, Tower 2, Nina Tower, 8 Yeung Uk Road, Tsuen Wan, Hong Kong:

- a notice in writing by the Shareholder indicating the intention to propose a person for election as a Director; and
  - a notice in writing by the person proposed by the Shareholder for election as a Director indicating his/her willingness to be elected.
- The minimum length of the period, during which such notices may be given, will be at least 7 days.
  - The period for lodgment of such notices will commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and end no later than 7 days prior to the date of such general meeting.

*(Extracted from article 14.4 of the Articles of Association of the Company)*

Date: 21 November 2016