



## **BBSB International Limited**

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

**(Stock Code: 8610)**

**(the “Company”)**

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

1. The following procedures for shareholders (“**Shareholder(s)**”) of the Company to propose a person for election as a director of the company are prepared in accordance with article 113 of the articles of association of the Company:

- 1.1 Extract of Article 113 is set out below:

*“No person, other than a retiring Director, shall, unless recommended by the Board 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 Head Office or at the Registration Office. The period for lodgment of the notices required under this Article 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 seven days prior to the date of such general meeting and the minimum length of the period during which such notices to the Company may be given will be at least seven days.”*

1.2 If a Shareholder wishes to propose a person (“**Candidate**”) for election as a director of the Company (“**Director**”) at a general meeting, he/she should deposit (i) a written notice (“**Proposal Notice**”) of the intention to propose the Candidate for election as a Director; and (ii) a written notice (“**Consent Notice**”) signed by the Candidate of his/her willingness to be elected at either of the following addresses during a period of at least seven (7) days commencing on the day immediately after the despatch of the notice of the general meeting and ending no later than seven (7) days before the date of such general meeting:

**Principal place of business of the Company in Hong Kong**

Room 1916, 19/F

Lee Garden One

33 Hysan Avenue

Causeway Bay

Hong Kong

**Registered office of the Company in Cayman Islands**

71 Fort Street

PO Box 500

George Town

Grand Cayman, KY1-1106

Cayman Islands

1.3 The Proposal Notice (i) must be accompanied by the information of the Candidate as required by Rule 17.50(2) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”); and (ii) must be signed by the Shareholder proposing the Candidate for election as a Director.

1.4 The Consent Notice (i) must indicate his/her willingness to be elected and consent of the publication of his/her information as required by rule 17.50(2) of the GEM Listing Rules; and (ii) must be signed by the Candidate.

1.5 In order to allow the Shareholders to have sufficient time to consider the proposal of election of the Candidate as a Director, Shareholders who wish to make the proposal are urged to submit and lodge the Proposal Notice as early as practicable.

1.6 Pursuant to Rules 17.46A and 17.46B of the GEM Listing Rules, to enable the Shareholders to make an informed decision on the election at a general meeting, the Company shall publish an announcement or issue a supplementary circular as soon as practicable after the receipt of the Proposal Notice and the Consent Notice. The Company shall include particulars of the Candidate required under Rule 17.50(2) of the GEM listing Rules in the announcement or supplementary circular. The Company shall assess whether or not it is necessary to adjourn the meeting of the election to give members at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular.

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