

Chevalier International Holdings Limited

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

Pursuant to Bye-law 114 of the Amended and Restated Bye-Laws of Chevalier International Holdings Limited (the “Company”), at each annual general meeting or any general meeting of the Company, if a shareholder (the “Shareholder”) wishes to propose a person, other than a retiring director of the Company or a person recommended by the directors, for election as a director of the Company, such Shareholder (other than the person to be proposed), who is duly qualified to attend and vote at such general meeting, should lodge a written notice of nomination (the “Notice”) at 22/F, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay, Hong Kong for the attention of the Company Secretary.

The Notice shall be at least seven (7) days and that (if the Notice is submitted after the dispatch of the notice of the general meeting appointed for such election) the period for lodgment of the notice shall commence of 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 (the “Specified Period”).

The Notice shall contain the following information:

- (a) as to each proposed nominee:
 - (i) the name, age, nationality, business address and residential address of the nominee;
 - (ii) experience including (1) 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 (2) other major appointments and professional qualifications;
 - (iii) the principal occupation or employment of the nominee;
 - (iv) relationships with any directors, senior management or substantial or controlling shareholders of the Company;
 - (v) the class and number of shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“SFO”) which are owned beneficially by the nominee; and
 - (vi) any other information relating to the nominee that would like to be brought to the attention of the Shareholders and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

- (b) as to the Shareholder giving the Notice:
 - (i) the name and record address of such Shareholder, as they appear on the Company's books;
 - (ii) the class and number of shares or underlying shares of the Company within the meaning of Part XV of the SFO which are owned beneficially by the Shareholder;
 - (iii) a representation that such Shareholder intends to appear in person or by proxy at the meeting to nominate the persons named in the Notice; and
 - (iv) any other information relating to the Shareholder that would like to be brought to the attention of the Shareholders and the Stock Exchange.
- (c) The Notice must be signed by (i) the nominee; and (ii) the Shareholder, or if the Shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- (d) The Notice must be accompanied by (i) a written consent of each proposed nominee to being named as a nominee and to serve as a director if elected; and (ii) certified true copy of the Hong Kong identification card or passport of the nominee.
- (e) The Company may request for additional documents or information later.

Each proposed nominee shall be required to complete a questionnaire containing questions and information relating to the proposed nominee, in a form to be provided by the Company. The Company may also require any proposed nominee to furnish such other information as may reasonably be required by the Company to determine the eligibility of such proposed nominee to serve as an independent non-executive director.

After receiving the aforementioned documents within the Specified Period, the Nomination Committee will review and make recommendations to the Board on the selection of the proposed nominee. The Board will then propose such nominee for election as a director at the general meeting.