

(Incorporated in the Cayman Islands with limited liability)

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1. The procedures for the shareholders of CIFI Holdings (Group) Co. Ltd. (the “ ”) (the “ ”, each a “ ”) to propose a person for election as a director of the Company (a “ ”, collectively, the “ ”) are generally governed by the provisions of the Company’s memorandum and articles of association and applicable laws, rules and regulations, which prevail what is stated in these procedures in case of inconsistencies.

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propose a person (not being the proposing Shareholder) for election as a Director, she should lodge with the secretary of the Company notice in writing signed by her at Pacific Place, No. 28 Hennessy Road, Wanchai, Hong Kong of the intention to propose such person for election as a Director and notice in writing signed by her of his or her proposed of his or her willingness to be so elected.

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3. Unless otherwise determined by the Directors and notified by the Shareholders, the period for lodgement of above notice shall be commencing on a day after the despatch of the notice of the general meeting for the election of Director(s). If the Directors should so determine and notify the Shareholders of a different period for lodgement of the such notice, such period shall be a period of not less than seven days, commencing no earlier than the date of the said notice of the meeting and ending no later than seven days before the date of such meeting.

4. The notice given by the proposing Shareholder(s) pursuant to paragraphs 2 and 3 above must:

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(a) be signed by the proposing Shareholder(s); and

(b) specify the full name and address, as they appear in the Company's share register, of the proposing Shareholder(s).

5. In order to enable the Shareholders to make an informed decision on the proposed election of Directors, the notice under paragraphs 2 to 3 above must state the full name, contact details and the biographical details of such proposed Director(s) as required under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

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