



**有利集團有限公司\***  
**Yau Lee Holdings Limited**  
(Incorporated in Bermuda with limited liability)  
(Stock Code: 0406)

**PROCEDURE FOR ELECTION OF DIRECTORS**

Bye-law 101 of the Bye-laws provides that no person other than a Director retiring at the meeting shall be eligible for election as a Director at any general meeting unless:

- (a) the person is recommended by the Directors; or
- (b) a Notice signed by a Member (other than the person proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also a Notice signed by the person to be proposed of his willingness to be elected shall have been lodged at the head office of the Company or at the Registration Office for the attention of the Company Secretary provided that the minimum length of the period, during which such Notice(s) are given, shall be at least seven (7) days and that (if the Notices are submitted after the dispatch of the notice of the general meeting appointed for such election) the period for lodgment of such Notice(s) shall commence on the day after the dispatch 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.

Accordingly, if a Member wishes to propose a person for election as a Director, the following documents must be validly served to the Company Secretary at the head office or at the Registration Office, namely (i) his/her notice of intention to propose a person for election at the general meeting; and (ii) a notice signed by the person to be proposed of his/her willingness to be elected together with (iii) that person's biographical details as required by Rule 13.51(2) of the Listing Rules, and (iv) a written consent to the publication of the personnel data of the person to be proposed for election.

*Capitalized terms used herein shall have the same meanings as defined in the Bye-laws of the Company.*

\* For identification purpose only