

Asia Grocery Distribution Limited
亞洲雜貨有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8413)

**PROCEDURES FOR SHAREHOLDER TO PROPOSE A PERSON FOR
ELECTION AS A DIRECTOR OF THE COMPANY (A “DIRECTOR”)**

Asia Grocery Distribution Limited (the “**Company**”) adopts a formal, considered and transparent procedure for shareholders to propose a person for election as a Director. The following procedures are subject to the Company’s Memorandum and Articles of Association, the Cayman Islands Companies Law, Cap. 22 (Law 3 of 1961 of the Cayman Islands) and applicable legislation and regulation:

- If a shareholder, who is duly qualified to attend and vote at the general meeting convened to deal with the appointment or election of Director(s), wishes to propose a person for election as a Director at that meeting, he/she shall have to lodge a written notice at the Company’s registered office at 4/F., How Ming Factory Building, 99 How Ming Street, Kwun Tong, Kowloon, Hong Kong, for the attention of the Company Secretary of the Company.
- In order for the Company to inform all shareholders of that proposal, the written notice must state (i) his/her intention to propose such person for election as a Director, and (ii) the biographical details of such nominated candidate as required under Rule 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”) for publication by the Company and be signed by the shareholder concerned and the person who has been proposed indicating his/her willingness to be elected.
- The period for lodgement of the above notice shall be at least 7 days commencing no earlier than the day after the despatch of the notice of the general meeting appointed for such election of Director(s) and ending no later than 7 days prior to the date of such general meeting.
- Upon receipt of the above notice from a shareholder which is received after publication of the notice of general meeting, the Company shall, prior to the general meeting, publish an announcement or issue a supplementary circular disclosing the particulars of the proposed Director pursuant to Rule 17.50(2) of the GEM Listing Rules.

Shareholders who have enquiries regarding the above procedures may write to the Company Secretary at 4/F., How Ming Factory Building, 99 How Ming Street, Kwun Tong, Kowloon, Hong Kong.

Note: The Chinese version is for reference only, and the English version shall prevail in case of any inconsistency between the English version and the Chinese translation thereof.