

Ruicheng (China) Media Group Limited

瑞誠（中國）傳媒集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之股份有限公司)

(Stock Code: 1640)

(股份代號: 1640)

(the “Company” and 「本公司」)

**PROCEDURES FOR SHAREHOLDERS
TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**
股東提名人參選董事的程序

(中文本為翻譯稿，僅供參考用)

The following procedures for a shareholder 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:

以下為根據本公司章程第 113 條之內容編制，為本公司股東提名人參選本公司董事的程序：

1. If a shareholder wishes to propose another person (“**Candidate**”) for election as a director at a general meeting, he/she should deposit (i) a written notice (“**Proposal Notice**”) signed by the shareholder of his/her 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 at least 7 clear days before the date of the general meeting and the period for lodgement of such notices shall commence on the day after the despatch of the notice of the general meeting appointed for such election and shall be at least 7 clear days in length:

倘股東有意於股東大會上提呈另一名人選（「**候選人**」）參選董事，其應於寄發股東大會通告後翌日起至不遲於有關股東大會日期前七日期間（而該期間不應少於七天）將（i）經股東簽署的書面通知（「**提名通知**」）表明提名候選人參選董事的意向，及（ii）經候選人簽署的書面通知（「**同意通知**」）表明其願意當選，寄存於下列任何一個位址：

Hong Kong office:

40/F, Sunlight Tower
248 Queen’s Road East
Wan Chai, Hong Kong

香港辦事處：

香港灣仔
皇后大道東 248 號
陽光中心 40 樓

Hong Kong share registrar and transfer office:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17/F, Hopewell Centre
183 Queen’s Road East
Wan Chai, Hong Kong

香港股份過戶登記處：

香港中央證券登記有限公司
香港灣仔
皇后大道東183號
合和中心17樓1712至1716室

2. The Proposal Notice (i) must contain the information of the Candidate as required by Rule 13.52 of the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), which is available on the Stock Exchange’s website (www.hkex.com.hk); and (ii) must be signed by the shareholder.
3. The Consent Notice (i) must indicate the Candidate’s willingness to be elected and consent of the publication of his/her information as required by Rule 13.52 of the Listing Rules; and (ii) must be signed by the Candidate.

To enable the shareholders to make an informed decision on their 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 in the announcement or the supplementary circular. The Company shall assess whether or not it is necessary to adjourn the meeting for the election to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or the supplementary circular.

Adopted on 22 October 2019
於 2019 年 10 月 22 日採納

提名通知 (i) 必須載有根據香港聯合交易所有限公司 (「**聯交所**」) 證券上市規則 (「**上市規則**」) 第 13.52 條規定之候選人資料 (有關規定可於聯交所網站 www.hkex.com.hk 查閱); 及 (ii) 必須經股東簽署。

同意通知 (i) 必須標明候選人願意當選的意向，並同意按上市規則 13.52 條的規定刊載其資料; 及 (ii) 必須經候選人簽署。

為使股東於股東大會上就彼等的選擇做出知情決定，本公司須於接獲提名通知及同意通知後在實際可行情況下儘快刊發公告或發出補充通函。本公司須於公告或補充通函內載有候選人的資料。本公司須評估是否有必要押後選舉大會，令股東至少有 10 個營業日考慮公告或補充通函所披露的有關資料。