



**STRONG PETROCHEMICAL HOLDINGS LIMITED**

**海峽石油化工有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 852)**

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

**Annual General Meeting (“AGM”)**

1. Strong Petrochemical Holdings Limited (the “**Company**”) shall hold a general meeting as its AGM each year (within a period of not more than fifteen (15) months after the holding of the last preceding AGM) at such time and place as may be determined by the board of directors (“**Directors**”) of the Company (“**Board**”).
2. At each AGM one third of the Directors for the time being (or, if their number is not a multiple of three (3), the number nearest to but not less than one third) shall retire from office by rotation provided that every Director shall be subject to retirement by rotation at least once every three years.
3. If a shareholder (other than the person to be proposed) duly qualified to attend and vote at the AGM for which such notice is given wishes to propose a person other than a Director for election at the AGM, he/she can deposit a signed written notice (“**Request**”) of his/her intention to propose such person for election. The Request and also a notice (“**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 at 8<sup>th</sup> Floor, Tower 2, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong or at Tricor Investor Services Limited, the Company’s Hong Kong branch share registrar, at 17<sup>th</sup> Floor, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong provided that the minimum length of the period, during which such Request and Notice are given, shall be at least seven (7) days and that (if the Request and Notice are submitted after the dispatch of the notice of the AGM appointed for such election) the period for lodgement of such Request and Notice shall commence on the day after the dispatch of the notice of the AGM for such election and end no later than seven (7) days prior to the date of such AGM. To enable the Company to inform shareholders of the proposal, the Notice must state the full name of the person proposed for election as a Director and include the person’s biographical details as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.
4. If the Company fails to hold an AGM after fifteen (15) months have lapsed since the date of the previous AGM, any shareholder may apply to the court in Hong Kong which on such supplication may call or direct the calling of an AGM to be held by the Company.

### Extraordinary General Meeting (“EGM”)

1. The Company may by ordinary resolution elect any person to be a Director either to fill a casual vacancy on the Board, or as an addition to the existing Board.
2. The Board may whenever it thinks fit call EGMs.
3. Any one or more shareholders of the Company holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company (“**Requisitionist(s)**”) shall at all times have the right, by written requisition (“Requisition”) to the Board or the company secretary of the Company, to require an EGM to be called by the Board for proposing a resolution for election of a person to be a Director either to fill a casual vacancy on the Board, or as an addition to the existing Board; and such meeting shall be held within two (2) months after the deposit of such requisition. If within twenty one (21) days of such deposit the Board fails to proceed to convene such meeting the Requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the Requisitionist(s) as a result of the failure of the Board shall be reimbursed to the Requisitionist(s) by the Company. The Requisition shall have been lodged at the head office of the Company at 8<sup>th</sup> Floor, Tower 2, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong or at Tricor Investor Services Limited, the Company’s Hong Kong branch share registrar, at 17<sup>th</sup> Floor, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong.
4. If a shareholder (other than the person to be proposed) duly qualified to attend and vote at the EGM for which such notice is given wishes to propose a person for election at the EGM, he/she can deposit the Request and the Notice at the head office of the Company at 8<sup>th</sup> Floor, Tower 2, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong or at Tricor Investor Services Limited, the Company’s Hong Kong branch share registrar, at 17<sup>th</sup> Floor, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong provided that the minimum length of the period, during which such Request and Notice are given, shall be at least seven (7) days and that (if the Request and Notice are submitted after the dispatch of the notice of the EGM appointed for such election) the period for lodgement of such Request and Notice shall commence on the day after the dispatch of the notice of the EGM for such election and end no later than seven (7) days prior to the date of such EGM. To enable the Company to inform shareholders of the proposal, the Notice must state the full name of the person proposed for election as a Director and include the person’s biographical details as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

\* *For identification purpose only*