



A8 New Media Group Limited
A8 新媒体集团有限公司
(“Company”)
(“本公司”)

(Incorporated in the Cayman Islands with limited liability)
(于开曼群岛注册成立的有限公司)

(Stock Code: 800)
(股份代号: 800)

PROCEDURES FOR NOMINATION OF DIRECTORS
提名候选董事程序

Introduction

序言

Shareholder(s) of the Company (each a “**Shareholder**”) may nominate person(s), other than a retiring director of the Company (“**Director**”) and the Shareholder himself/herself, to be appointed as a Director (“**Proposed Director**”). Details of the procedures for Shareholders to propose a person for election as a Director at a general meeting (either an annual general meeting or extraordinary general meeting) of the Company (“**Meeting**”) are set out below.

本公司股东 (“**股东**”) 可提名任何人 (除本公司卸任的董事 (“**董事**”) 及股东本人以外) 被委任为本公司董事 (“**候选董事**”)。有关股东于公司周年股东大会或特别股东大会 (“**大会**”) 内提名候选董事被选举为本公司董事的详细程序如下。

Qualification

资格

Qualification of the nominating
Shareholder:

提名股东的资格:

An existing Shareholder entitled to attend and vote at
the Meeting.

可出席及于大会投票之本公司现有股东。

Qualification of the Proposed
Director:

候选董事的资格:

- (i) has attained the age of 18 years;
- (ii) should possess the necessary work experience and qualification considered fit by the nomination committee of the board of Directors (“**Board**”) (“**Nomination Committee**”); and
- (iii) should not be prohibited by law from being a director.

(i) 年满 18 岁或以上;

- (ii) 拥有本公司董事会提名委员会（“**董事会**”）（“**提名委员会**”）认为合适的必要工作经验及资格；及
- (iii) 不被任何法例禁止出任董事。

Procedures

程序

1. Submit a **written notice** duly signed by the nominating Shareholder(s), together with the Proposed Director's resume with contact details, a written notice of Proposed Director's willingness to be elected, copy of identification documents, information and other details (including but not limited to details as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong or other applicable rules) of the Proposed Director, to the Company's principal place of business in Hong Kong from time to time, which is currently at the following address:

Company Secretary
A8 New Media Group Limited
Suites 3306-12, 33/F, Shui On Centre,
6-8 Harbour Road, Wanchai, Hong Kong

The minimum length of the period of such written notice shall be at least seven (7) days, and that (if the written notice is submitted after the despatch of the notice of the Meeting appointed for such election) the period for lodgment of such written notice shall commence on the day after the despatch of the notice of the Meeting appointed for such election and end no later than seven (7) days prior to the date of such Meeting. If such written notice is received less than 12 business days prior to the Meeting, the Company may need to consider the adjournment of such Meeting in order to allow the Shareholders 10 business days' notice of such proposal.

提交一份由提名股东（如多于一名提名股东则所有提名股东）签署的**书面通知**，连同候选董事的履历及联络资料、候选董事同意出选的书面通知、候选董事身份证明文件副本及其它资料（包括但不限于香港联合交易所有限公司证券上市规则第13.51(2)条或其它适用规则所要求的数据）送递本公司不时在香港的主要营业地点，目前地址如下：

公司秘书
A8 新媒体集团有限公司
香港湾仔港湾道 6-8 号瑞安中心 33 楼 3306-12 室

上述书面通知的提交时间最少应为七（7）天，而期间该书面通知（如该书面通知在此次选举指定的大会通告寄发之后提交）递交的时间应在此次选举指定的大会通告

寄发后的一天开始并且在大会举行日期前七（7）天内结束。如书面通知于少于大会举行日期之前十二（12）个营业日收悉，本公司则可考虑就该大会举行日期延期，以便给予股东就该建议十（10）个营业日的通知。

2. Acknowledgement of receipt of the written notice will be provided by the Company.

本公司会在收到书面通知后发出确认通知。

3. The Nomination Committee will review and consider if the Proposed Director is appropriate to be appointed as a Director.

提名委员会将审阅并考虑候选董事是否适合被委任为本公司的董事。

- 3.1 If the Proposed Director is considered appropriate, the resolution for the appointment of the Proposed Director will be inserted to the agenda of the Meeting or the adjourned Meeting and an announcement in relation to such Meeting will be issued by the Company.

如候选董事被认为适合被委任为董事，本公司将会加入就委任候选董事为董事的动议于大会或延期大会的议程内，并就该大会详情刊发公告。

- 3.2 If the Proposed Director is considered not appropriate, written notice with reasons will be given to the nominating Shareholder(s).

如候选董事被认为不适合被委任为董事，本公司将会向提名股东发出书面通知解释原因。

Adopted by the Board on December 31, 2018

董事会于 2018 年 12 月 31 日采纳