



VALUE CONVERGENCE HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR

Pursuant to Article 102 of the Articles of Association of Value Convergence Holdings Limited (the “**Company**”), a shareholder of the Company may propose a person other than a Director of the Company for election as a director at any general meeting. For such proposal, he/she may lodge the following documents to the Company Secretary of the Company at the registered office of the Company at 28th Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong:

1. a notice in writing, signed by a shareholder, of the intention to propose that person for election as a Director; and
2. a notice in writing, signed by the person to be proposed as a Director, of his/her willingness to be elected.

The minimum period for lodgment of any such notice will be at least seven days and that any such notice must be lodged no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and no later than seven days prior to the date of such general meeting.

In order for the Company to inform the shareholders of that proposal, the notices 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.