



FIRST SHANGHAI INVESTMENTS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 227)

Procedures for Shareholders to propose a person for election as a Director

(adopted on 3 March 2014)

Shareholder of First Shanghai Investments Limited (the “Company”) may refer to the procedures below for proposing a person for election as a Director of the Company:

Pursuant to Article 102 of the Articles of Association of the Company, if a Shareholder wishes to propose a person other than a Director of the Company for election as a Director at any General Meeting of the Company, he/she can deposit a written notice to that effect at Room 1903 Wing On House, 71 Des Voeux Road Central, Hong Kong, the registered office of the Company for the attention of the Company Secretary. In order for the Company to inform Shareholders of that proposal, the written notice must state the full name of the person proposed for election as a Director, 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, and be signed by the Shareholder concerned and that person indicating his/her willingness to be elected. The period for lodgment of such a written notice will commence no earlier than the day after the despatch of the notice of the relevant General Meeting and end no later than seven days prior to the date of the General Meeting. If the notice from the Shareholder is received less than fifteen days prior to the General Meeting, the Company will need to consider the adjournment of the General Meeting in order to allow Shareholders fourteen days' notice of the proposal.

Other than election at annual general meetings, pursuant to Article 53 of the Company's Articles of Association and section 566 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “Companies Ordinance”), shareholders representing at least 5% of the total voting rights of all the shareholders having a right to vote at general meetings of the Company shall have the right to request the directors of the Company to call a general meeting of the Company by sending a request authenticated by the shareholder(s) making it to the Company in hard copy form or in electronic form stating the general nature of the business to be dealt with at such meeting, including election of director(s). If within 21 days after the date the directors become required to call a general meeting they fail to proceed to convene such meeting for a day not more than 28 days after the date of the notice convening the meeting, the shareholder(s) who requested the meeting, or any of them representing more than one-half of the total voting rights of all of them, may themselves call a general meeting in accordance with the provisions of section 568 of the Companies Ordinance.

The Chinese version of this document is for reference only.

In case of any discrepancies or inconsistency between the English version and Chinese version, the English version prevails.