

China Demeter Financial Investments Limited (the “Company”)

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

Procedures for shareholders to propose a person for election as a director of the Company

Bye-law 85 of the Bye-laws of the Company provides that:-

“No person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a Notice signed by a Member (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also a Notice signed by the person to be proposed of his willingness to be elected shall have been lodged at the head office or at the Registration Office provided that the minimum length of the period, during which such Notice(s) are given, shall be at least seven (7) days and that (if the Notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgment of such Notice(s) shall commence on the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven (7) days prior to the date of such general meeting.”

Any shareholder of the Company who wishes to nominate a person to stand for election as a director of the Company at any general meeting must lodge the aforesaid written notices with the Company in accordance with Bye-law 85 of the Bye-laws of the Company as mentioned above.

In order for the Company to inform other shareholders of the Company of the proposed nomination, the following information should also be provided to the Company (marked to the attention of the company secretary) when depositing the aforesaid written notices:-

1. the biographical details of the nominated candidate as required under Rule 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited; and
2. the contact details of the nominated candidate.