

Tian Tu Capital Co., Ltd.

PROCEDURES FOR SHAREHOLDERS TO NOMINATE A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY

The following procedures apply to the nomination of a person for election as a director proposed by the shareholders (the “**Shareholders**”) of Tian Tu Capital Co., Ltd. (the “**Company**”). These procedures are subject to the articles of association of the Company and other applicable laws and regulations:

1. Shareholder(s) individually or jointly holding 3% or more of the shares of the Company may make proposals in respect of the candidates for election as directors other than independent directors and Shareholder(s) individually or jointly holding 1% or more of the shares of the Company may make proposals in respect of the candidates for election as independent directors.
2. Before nominating a candidate for directorship, the relevant Shareholder(s) shall obtain a written undertaking from the candidate confirming his or her acceptance of the nomination and that his or her information is true and complete and he or she will perform the duties as a director after being elected.
3. The written notice on the intention to nominate a director candidate, the acceptance of nomination by such candidate and the relevant written materials of the candidate shall be delivered to the Company no less than seven days prior to the date of the general meeting. The information and biography of the candidate shall comply with the requirements under the Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
4. The period accorded by the Company to the relevant Shareholder(s) and candidate(s) to submit the aforementioned notices and documents shall not be less than seven days (commencing from the day following the date of the notice of the general meeting).
5. Where the above notice from the Shareholder(s) is received after publication of the notice of general meeting, the Company shall, on no less than 10 business days before the date of convening the general meeting, publish an announcement or issue a supplementary circular to disclose particulars of the director candidate(s) pursuant to Rules 13.70 and 13.73 of the Listing Rules.
6. The general meeting votes on each of the director candidates.
7. These procedures shall take effect from the date of the listing of the Company on The Stock Exchange of Hong Kong Limited.