

WANG ON PROPERTIES LIMITED

宏安地產有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1243)

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

According to Bye-law 85 of the Company's Bye-laws, a shareholder of the Company (the "**Shareholder(s)**") (other than the person to be proposed) duly qualified to attend and vote at an annual general meeting of the Company may propose a person (the "**Proposed Candidate(s)**") for election as a director at such meeting by lodging a notice in writing signed by such Shareholder(s) of his intention to propose the Proposed Candidate(s) for election and a notice in writing signed by the Proposed Candidate(s) to be proposed of his willingness to be elected at the registered office or the head office of the Company 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 notice(s) 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.

Other than election at annual general meetings, pursuant to Bye-law 58 of the Company's Bye-laws, Shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the board of directors of the Company (the "**Board**") or the Secretary of the Company, to require a special general meeting to be called by the Board for the transaction of any business specified in such requisition, including election of director(s), and such meeting shall be held within two (2) months after the deposit of such requisition. If within twenty one (21) days of such deposit the Board fails to proceed to convene such meeting the requisitionists themselves may do so in accordance with the provisions of Section 74(3) of the Companies Act 1981 of Bermuda.

In order to allow the Company to inform the Shareholders of the proposal and to enable the Shareholders to make an informed decision on their election at a general meeting, the written notice must state the full name of the Proposed Candidate(s) and include his/her/their biographical details as required under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), as amended from time to time, as published on the website of The Stock Exchange of Hong Kong Limited (www.hkex.com.hk) and the Proposed Candidate's written consent to the publication of his/her/their personal data.

Upon receipt of the written notice(s) from the Shareholder(s) to propose the election of the Proposed Candidate(s) at the general meeting, the Company will then publish an announcement in accordance with the requirements under the Listing Rules or issue a supplementary circular. The particulars of the Proposed Candidate(s) will be included in the announcement or supplementary circular of the Company.

Please note that if the written notice is received less than fifteen (15) days prior to the general meeting, the Company will assess whether or not it is necessary to adjourn such general meeting in order to allow Shareholders to have at least fourteen (14) days' notice of the proposal and at least ten (10) business days for consideration of the relevant information disclosed in the announcement or supplementary circular.

Should there be any questions in relation to the procedures for proposing a person as a Director, please make an written enquiry to the company secretary of the Company of 5B, Wai Yuen Tong Medicine Building, 9 Wang Kwong Road, Kowloon Bay, Kowloon, Hong Kong.

March 2016