



KTL International Holdings Group Limited

(Incorporated in the Cayman Islands with limited liability)

Procedures for Shareholders to propose a person for election as a Director (“Director”) of KTL International Holdings Group Limited (the “Company”)

1. The Articles of Association of the Company allow Shareholders to, by ordinary resolution in general meetings, elect any person to be a Director either to fill a causal vacancy or as an additional Director.
2. If a Shareholder wishes to propose a person for election as a Director, unless the person proposed to be elected as a Director is a Director retiring at the general meeting or is recommended by the board of Directors for election, a Shareholder shall submit:
 - (i) a notice in writing (the “**Nomination Notice**”) signed by a Shareholder duly qualified to attend and vote at the meeting for which such notice is given of his/her intention to propose that person for election as a Director; and
 - (ii) a notice in writing signed by that person of his/her willingness to be elected as a Director,

to the office of the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong or the principal place of business of the Company in Hong Kong at Flat 1207, Fu Hang Industrial Building, 1 Hok Yuen Street East, Hung Hom, Kowloon, Hong Kong for the attention of the secretary of the Company within the prescribed period stated in paragraph 4 below.

3. The Nomination Notice must state the full name of the person proposed for election as a Director and include such 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.
4. The period for lodgement of the notices referred to in paragraph 2 above will commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven days prior to the date of such general meeting and the minimum length of the period during which such notices to the Company may be given will be at least seven days.