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迪臣建設國際集團有限公司
Deson Construction International Holdings Limited

(incorporated in the Cayman Islands with limited liability)

Stock code: 8268

(the “Company”)

Procedures for a Shareholder to Propose a Person for Election as a Director

1. Pursuant to Rule 17.50C of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”), the Company sets out the procedures, as governed by the Company’s articles of association (“**Articles of Association**”), for shareholders to propose a person for election as a director of the Company (“**Director**”).
2. According to Article 113 of the Articles of Association, no person, other than a retiring Director, shall, unless recommended by the board of Directors for election, be eligible for election to the office of Director at any general meeting, unless a notice in writing of the intention to propose that person for election as a Director and notice in writing by that person of his willingness to be elected shall have been lodged at the Head Office at 11th Floor, Nanyang Plaza, 57 Hung To Road, Kwun Tong, Kowloon, Hong Kong or at the Registration Office at Clifton House, 75 Fort Street, P.O.BOX 1350, Grand Cayman, KY1-1108, Cayman Islands.
3. A notice in writing by the nominator of the intention to propose a person for election as a Director should include the following information:
 - i. the biographical details of the nominee as required by Rule 17.50(2) of the GEM Listing Rules; and
 - ii. the contact details of the nominator and the nominee.
4. A notice in writing by the nominee of his willingness to be elected as a Director and consent of publication of his/her personal information should also be given.

5. The period for lodgment of the notices required under Article 113 of the Articles of Association 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 7 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 7 days.
6. In order to allow the Company's shareholders to have sufficient time to consider the proposal of election of the nominee as the Director, shareholders who wish to make the proposal are urged to submit and lodge the notices as early as practicable.

Hong Kong, 7 January 2015

(The English version shall always prevail in case of any inconsistency between the English version and its Chinese translation)