



China Fortune Holdings Limited

(Incorporated in Bermuda with limited liability, carrying on business in H.K. as CFH Ltd.)

(Stock code : 110)

(“the Company”)

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

Bye-law 88 of the Bye-laws adopted by the Company provides that no person other than a Director retiring at the meeting shall be eligible for election as a Director at any general meeting unless:

- (a) he is recommended by the Directors; or
- (b) a notice signed by a shareholder of the Company (“CF Shareholder”) (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 not less than seven (7) clear days but not more than fourteen (14) clear days before the date of the general meeting.

Accordingly, if a CF Shareholder wishes to nominate a person to stand for election as a Director, the following documents must be validly served on the Company at its head office in Hong Kong, namely:

- (i) his/her notice of intention to propose a resolution, and
- (ii) a notice signed by the nominated candidate of his/her willingness to be elected together with:
 - (A) the candidate’s information required to be disclosed under rule 13.51(2) of the Listing Rules and other information as referred to under the heading “Requisite information of the candidate(s) nominated by CF Shareholders” below, and
 - (B) the candidate’s written consent to the publication of his/her personal data.

Note: The Company’s head office in Hong Kong is located at Room 1505-07, Tower A, Regent Centre, 63 Wo Yi Hop Road, Kwai Chung, Hong Kong.

Requisite information of the candidate(s) nominated by CF Shareholders

In order to enable other CF Shareholders to make an informed decision on their election of Directors, the said notice of intention to propose a resolution by a CF Shareholder should be accompanied by the following information of the nominated candidate:

- (a) full name and age;
- (b) positions held with the Company and/or other members of the Company (if any);
- (c) experience including (i) other directorships held in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, and (ii) other major appointments and professional qualifications;
- (d) current employment and such other information (which may include business experience and academic qualifications) of which CF Shareholders should be aware, pertaining to the ability or integrity of the candidate;
- (e) length or proposed length of service with the Company (if any);
- (f) relationships with any Directors or senior management or substantial shareholders or controlling shareholders of the Company, or an appropriate negative statement;
- (g) interests in the Company's shares within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement;
- (h) contact details; and
- (i) a declaration made by the nominated candidate in respect of the information required under rule 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement to that effect where there is no information to be disclosed pursuant to any of such requirements.

February, 2012

Note: If there is any inconsistency between the English and Chinese versions of this document, the English version shall prevail.