

**C.P. POKPHAND CO. LTD.**  
**(“the Company”)**

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

Pursuant to bye-law 79 of the bye-laws of the Company, no person other than a retiring Director at the meeting shall be eligible for election as a Director at any general meeting unless:

- (a) he is recommended by the Board; or
- (b) a notice in writing signed by a shareholder of the Company (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 in writing 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 provided that the minimum length of the period, during which such notice(s) in writing are given, shall be at least seven days and that the period for lodgement of such notice(s) in writing shall commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and ending no later than seven days prior to the date of such general meeting.

Accordingly, if a shareholder of the Company wishes to nominate a person to stand for election as a Director, the following documents must be validly served on the Company within the period stipulated above at its principal place of business in Hong Kong, namely:-

- (i) a notice of intention to propose a resolution; and
- (ii) a notice signed by the nominated candidate of his willingness to be elected together with the candidate's information required to be disclosed under Rule 13.51(2) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited and the candidate's written consent to the publication of his personal data.