

CONVENIENCE RETAIL ASIA LIMITED

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

The following procedures are subject to the Company's Articles of Association, the laws of the Cayman Islands, the Rules Governing the Listing of the Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and applicable legislations and regulations.

If a member, who is duly qualified to attend and vote at the general meeting convened to deal with appointment/election of director(s), wishes to propose a person (other than the member himself/herself) for election as a director at that meeting, he/she can follow the procedures as set out below:

1. Deposit a written notice setting out his/her intention to propose a person for election as a director at the Company's principal place of business in Hong Kong at 15th Floor, LiFung Centre, 2 On Ping Street, Siu Lek Yuen, Shatin, New Territories, Hong Kong, for the attention of the Company Secretary of the Company.

In order for the Company to inform all members of that proposal and to enable the members to make an informed decision on the election, the written notice must state (i) the full name of the person proposed for election as a director, (ii) his/her biographical details as required by rule 13.51(2) of the Listing Rules, and (iii) be signed by the proposing member and the person proposed to be elected indicating his/her willingness to be elected.

2. The period for lodgment of such a written notice will commence on the day after the despatch of the notice of the general meeting and end no later than seven (7) days prior to the date of such general meeting. That the minimum length of the period, during which notice to the Company of the intention to propose a person for election as a director and during which notice to the Company by such person of his willingness to be elected, will be at least seven (7) days.
3. Pursuant to the rule 13.70 of the Listing Rules, if a written notice from a member to propose a person for election as a director is received by the Company after publication of the notice of general meeting, the Company shall publish an announcement or issue a supplementary circular with particulars of the proposed director and shall give members at least ten (10) business days to consider the relevant information disclosed in the announcement or supplementary circular.

Accordingly, if the written notice is received less than fifteen (15) business days prior to that general meeting, the Company will need to consider adjournment of the general meeting in order to (i) assess the suitability of the proposed candidate; and (ii) publish an announcement or circulate a supplementary circular in relation to the proposal to the members at least fourteen (14) clear days and not less than ten (10) business days prior to the relevant general meeting.

4. Members who have enquiries about the above procedures may write to the Company Secretary at the Company's principal place of business in Hong Kong as set out in paragraph 1 above.