



**AIM Vaccine Co., Ltd.**

**艾美疫苗股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 6660)**

(the “Company”)

## **PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**

Pursuant to Rule 13.51D of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”), the Company hereby sets out the procedures for shareholders of the Company (the “**Shareholders**”) to propose a person for election as a director.

### **Procedures for Shareholders to Propose a Person for Election as a Director**

1. Pursuant to Articles 59 and 125 of the Company’s Articles of Association (the “**Articles of Association**”), directors of the Company shall be elected or replaced at the general meetings.
2. To propose a person for election as a director, Shareholders(s) individually or collectively holding 3% or more of the Company’s shares may exercise the right to make a proposal to the Company at a general meeting of the Company. Pursuant to Article 73 of the Articles of Association, Shareholder(s) individually or collectively holding 3% or more of the Company’s shares may make provisional proposals in writing to the convener ten days prior to the date of the general meeting. The convener shall issue a supplementary notice of the general meeting and announce the contents of such provisional proposals within two days after receipt thereof.
3. Alternatively, Shareholder(s) may also propose a person for election as a director by requesting the Company to convene an extraordinary general meeting. Pursuant to Article 63(III) of the Articles of Association, the Company shall convene an extraordinary general meeting within two months upon Shareholder(s) individually or collectively holding 10% or more of the issued and outstanding voting shares of the Company request(s) in writing to convene an extraordinary general meeting (the number of shares held is calculated on the date of the Shareholder(s)’ written request).
4. Shareholder(s) who propose(s) a person (the “**Candidate**”) for election as a director shall submit to the Company a written notice of the intent to nominate the Candidate for election as a director and the Candidate’s willingness to accept the nomination in accordance with Article 125 of the Articles of Association, as well as such details of the Candidate required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules. Such written notice shall be signed by the Shareholder(s) concerned and by the Candidate indicating his/her willingness to accept appointment and his/her consent to the publication of his/her personal information.

## **Requirements under the Hong Kong Listing Rules**

5. Pursuant to Rules 13.70 and 13.74 of the Hong Kong Listing Rules, the Company shall:
- (i) publish an announcement or issue a supplementary circular upon receipt of a notice from a Shareholder proposing a person for election as a director at a general meeting, where such notice is received by the Company after publication of the notice of general meeting;
  - (ii) include particulars (including the details required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules) of the proposed director in such announcement or supplementary circular;
  - (iii) give Shareholders at least seven days to consider the relevant information disclosed in such announcement or supplementary circular prior to the date of the general meeting for the election; and
  - (iv) assess whether or not it is necessary to adjourn the general meeting for the election to give Shareholders at least ten business days to consider the relevant information disclosed in such announcement or supplementary circular.

*Note:* In the event of any discrepancy between the English and the Chinese versions of these procedures, the Chinese version shall prevail.