



## **METROPOLIS CAPITAL HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8621)**

### **PROCEDURES FOR A SHAREHOLDER OF THE COMPANY TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**

Subject to the articles of association (the “**Articles of Association**”) of Metropolis Capital Holdings Limited (the “**Company**”) and the Companies Law of the Cayman Islands, the Company may from time to time in general meeting by ordinary resolution elect any person to be a director of the Company (the “**Director**”) either to fill a casual vacancy on the board of directors of the Company (the “**Board**”), or as an addition to the existing Board.

The Articles of Association provides that no person, other than a retiring Director, shall, unless recommended by the Board 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 or at the registration office. The period for lodgment of the notices required under 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 seven 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 seven days.

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 at the Company’s principal place of business in Hong Kong at 18th Floor, United Centre, 95 Queensway, Hong Kong or at the Company’s Hong Kong share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, including (i) a notice signed by the shareholder for which such notice is given of his intention to propose a candidate for election; and (ii) a notice signed by the proposed candidate of the candidate’s willingness to be elected together with (a) that candidate’s information as required to be disclosed under Rule 17.50(2) of the GEM Listing Rules, and (b) the candidate’s written consent to the publication of his/her personal data.

11 December 2018

*Note: This document has been translated into Chinese. In case of discrepancies between the English version and Chinese versions, the English version shall prevail.*