

AM Group Holdings Limited
創世紀集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1849)
(the “Company”)

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

1. Pursuant to Rule 13.51D of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Company sets out these procedures to provide shareholders of the Company (the “**Shareholder(s)**”) with detailed procedures by which they can use for nominating a person for election as a director of the Company (the “**Director**”).
2. According to Article 85 of the Articles of Association of the Company (as amended from time to time), no person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a notice signed by a member (other than the person to be proposed) (“**Nominator**”) 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 (“**Nominee**”) of his willingness to be elected shall have been lodged at the registration office in Hong Kong at 31st Floor, 148 Electric Road, North Point, Hong Kong for the attention of the Company Secretary of the Company:
 - (a) a notice in writing signed by the Nominator of the intention to propose the Nominee for election as a Director in which the following information should be included:
 - i. the biographical details of the Nominee as required by Rule 13.51(2) of the Listing Rules; and
 - ii. the contact details of the Nominator and the Nominee.
 - (b) a notice in writing by the Nominee of his willingness to be elected as a Director and consent of publication of his/her personal information.
3. Such notice shall be lodged at least seven (7) days before the date of the general meeting and the period for lodgement of such notices shall commence no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and end no later than seven days (7) prior to the date of such general meeting.
4. In order to allow the Shareholders to have sufficient time to consider the proposal of election of the Nominee as a Director, Shareholders who wish to make the proposal are urged to submit and lodge the notices as early as possible.
5. Shareholders who have enquiries regarding the above procedures may write to the Company Secretary at 31st Floor, 148 Electric Road, North Point, Hong Kong.

Hong Kong, 25 June 2019

(The English version shall always prevail in case of any inconsistency between the English version and its Chinese translation)