

APAC RESOURCES LIMITED
(Incorporated in Bermuda with limited liability)
(the “Company”)

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

1. Procedures

- 1.1 Pursuant to Bye-law 88 of the Bye-laws, if a shareholder, who is duly qualified to attend and vote at the general meeting convened to deal with appointment or election of director(s), wishes to propose a person (other than a retiring Director and the shareholder himself/herself) for election as a Director at that general meeting, such shareholder can deposit a notice in writing signed by a member duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election as a Director and a notice in writing by that person of his willingness to be elected at the Company’s registered office in Bermuda or at its principal office in Hong Kong at least seven days before the date of the general meeting. The period for lodging such notice will commence no earlier than the day after the despatch of the notice of the meeting appointed for such election and end no later than seven days prior to the date of such meeting.
- 1.2 If a shareholder wishes to nominate a person to stand for election as a Director, the following documents must be validly served on the Company Secretary, namely (i) notice of intention to propose a resolution to elect a person as a Director (the “Nominated Candidate”) at the general meeting; (ii) notice in writing executed by the Nominated Candidate of his/her willingness to be elected; and (iii) the information as required to be disclosed under Rule 13.51(2) of the Listing Rules and such other information as required by the Listing Rules, the Bye-laws and the Companies Act 1981 of Bermuda from time to time.

2. Definitions

Unless the context otherwise requires, capitalised terms used in this document shall have the following meanings:

“Bye-laws”	the Bye-laws of the Company as supplemented or amended or substituted from time to time
“Board” or “Directors”	the board of directors of the Company or the directors present at a meeting of directors of the Company at which a quorum is present
“Listing Rules”	the Rules Governing Listing of Securities on The Stock Exchange of Hong Kong Limited

3. Publication of the Procedures

These procedures for shareholders to propose a person for election as a director will be published on the website of the Company.

(updated as of 27 February 2023)