



CELESTIAL ASIA SECURITIES HOLDINGS LIMITED
(“Company”)
(Stock code: 1049)

PROCEDURES FOR NOMINATION OF DIRECTOR BY SHAREHOLDERS

Shareholders, who wish to propose a person other than a retiring Director of the Company for election as a Director of the Company at a general meeting, may do so by sending to the correspondence address of the Company a written notice (“Notice(s)”) which identifies the candidate and includes the information required below (“Nomination Documents”), provided that the minimum length of the period for lodgment of the Notices shall be at least 7 days and (if the Notices are submitted after the dispatch of the notice of the general meeting appointed for such meeting) commencing from the day after the dispatch of the notice of the general meeting appointed for such election and ending no later than 7 days prior to the date of such general meeting.

The head office of the Company, to which the Nomination Documents should be sent, is set out below:

The Company Secretary
Celestial Asia Securities Holdings Limited
28/F Manhattan Place
23 Wang Tai Road
Kowloon Bay
Hong Kong

Nomination documents

The Nomination Documents must include the following:

1. The **nominating shareholder’s notice of intention** to propose a resolution for election of a person as Director at a general meeting. The notice must include (a) the name of the nominating shareholder, (b) his/her contact details, and (c) the number of shares held by the nominating shareholder in the Company;

2. A **notice in writing by the nominated candidate** of his/her willingness to be elected as a Director of the Company together with the following information as required to be disclosed under Rule 13.51(2) of the Listing Rules:
 - (a) full name and age;
 - (b) positions held with the Company and/or other members of the Company's group of companies (if any);
 - (c) experience including (i) other directorships held in the past 3 years in public companies of which the securities are listed on any securities market in Hong Kong and overseas; and (ii) other major appointments and professional qualifications;
 - (d) current employment and such other information (which may include business experience and academic qualifications) of which shareholders should be aware of, pertaining to the ability or integrity of the candidate;
 - (e) length or proposed length of service with the Company;
 - (f) relationships with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, or an appropriate negative statement;
 - (g) interests in shares of the Company and associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement;
 - (h) a declaration made by the nominated candidate in respect of the information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, or an appropriate negative statement to that effect where there is no information to be disclosed pursuant to any of such requirements nor there are any other matters relating to that nominated candidate's standing for election as a Director that should be brought to shareholders' attention; and
 - (i) contact details.

3. The nominated candidate's written consent to the publication of his/her personal data.

The Company Secretary
Celestial Asia Securities Holdings Limited