
GUOAN INTERNATIONAL LIMITED

SHAREHOLDERS' RIGHTS

Guoan International Limited has only one class of shares, all of which enjoy the same voting rights and are entitled to the dividends declared.

The Articles of Association set out the rights of our shareholders.

Pursuant to Article 120 of the Articles of Association, if a shareholder wishes to propose a person other than a retiring Director for election as a Director at a general meeting, the shareholder (not being the person to be proposed) should give to the Company Secretary a written notice of nomination and also a written notice signed by the person to be proposed of his willingness to be elected during a period of not less than seven (7) and not more than twenty-eight (28) clear days before the day appointed for the meeting. In any event the said written notice of nomination shall not be sent to the Company Secretary earlier than the day after the dispatch of the notice of the meeting appointed for such election.

The above written notice of willingness to be elected provided by the nominated candidate must be accompanied by the following:-

- (i) his/her information required to be disclosed under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited; and
- (ii) his/her written consent to the publication of his/her personal data.