

Shanghai Biren Technology Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)

("the Company")

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

1. Provisions of the Company's Articles of Association

1.1 The provisions relating to shareholders' nomination of directors of the Company are set out in Articles 61 and 106 of the Articles of Association of the Company (the "**Articles of Association**"), which shall become effective from the date of listing of the Company's overseas listed shares on the Main Board of the Hong Kong Stock Exchange (and as may be amended from time to time).

1.2 An extract of Article 61 is as follows:

When a shareholders' meeting is convened by the Company, the Board of Directors, the Audit Committee or shareholders individually or jointly holding 1% or more of shares of the Company shall have the right to put forward proposals to the Company.

Shareholders individually or jointly holding 1% or more of the shares of the Company may put forward an interim proposal and submit it in writing to the convener 10 days before the shareholders' meeting. The convener shall, within two days after receipt of the proposal, issue a supplementary notice of the shareholders' meeting to announce the content of the interim proposal, and submit it to the shareholders' meeting for consideration, except where the interim proposal violates the applicable laws, administrative regulations, departmental rules, normative documents, the securities regulatory rules of the place where the shares are listed or the Articles of Association, or does not fall within the terms of reference of the shareholders' meeting.

An extract of Article 106 is as follows:

The Company shall, prior to convening a meeting regarding a shareholder's nomination of a candidate for director, allow a period of time during which the shareholder may give written notice to the Company in respect of the nomination of a candidate for director, and the candidate may give written notice to the Company of his willingness to be nominated. Such period shall not be less than seven days, and shall commence no earlier than the first day after notice of such meeting is given for this purpose and end no later than seven days before the date of such meeting.

2. Provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”)

2.1 Pursuant to Rules 13.70 and 13.74 of the Listing Rules, the Company shall:

- publish an announcement or issue a supplementary circular where the Company receives a shareholder’s notice with it proposing a person for election as a director at a shareholders’ meeting after publication of the notice of such shareholders’ meeting;
- set forth the details required under Rule 13.51(2) of the Listing Rules of proposed new director in the announcement or supplementary circular;
- publish such announcement or dispatch such supplementary circular no less than 10 business days prior to the date of the relevant shareholders’ meeting; and
- assess whether or not it is necessary to adjourn the meeting for the election of directors to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular.

3. Procedures for Shareholders to Propose a Person for Election as a Director

3.1 After the publication of the notice of shareholders’ meeting of the Company, a shareholder who wishes to propose a person (the “**Candidate**”) for election as a director of the Company at the shareholders’ meeting shall lodge a notice in writing (the “**Notice**”) with the headquarters or the registered office of the Company.

3.2 The Notice (i) must contain the personal data of the Candidate as required under Rule 13.51(2) of the Listing Rules; and (ii) must be signed by the relevant shareholder, and the Candidate must also sign to certify his/her intention to be elected as a director and consent to the disclosure of his/her personal data.

3.3 The period for lodgment of the Notice shall be from the day following the dispatch of the notice of the meeting at which the election is to be held until 7 days prior to the date of such meeting.

3.4 To allow sufficient time for the Company’s shareholders to consider the proposal to elect the Candidate as a director of the Company, shareholders intending to propose a person for election as a director are urged to submit and lodge the Notice as early as practicable before the date of the relevant shareholders’ meeting.

4. Shareholders' Requisition for an Extraordinary Shareholders' Meeting

- 4.1 Shareholders may, pursuant to Article 56 of the Company's Articles of Association, request the Company to convene an extraordinary shareholders' meeting for the purpose of nominating a person for election as a director of the Company.

An extract of Article 56 is as follows:

Shareholder(s) individually or jointly holding 10% or more of the shares of the Company shall have the right to request the Board of Directors to convene an extraordinary shareholders' meeting and shall submit such request to the Board of Directors in writing, setting out the subject matter of the meeting.

Shareholders are advised to refer to the Articles of Association for further details of the relevant procedures.