



Synergy Group Holdings International Limited

滙能集團控股國際有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1539)

PROCEDURES FOR A MEMBER TO PROPOSE A PERSON FOR ELECTION AS DIRECTOR

The following procedures are subject to the Articles of Association of Synergy Group Holdings International Limited (“**the Company**”), the Cayman Islands Companies Law, Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and applicable rules and regulation:

1. If a member (“**Proposer**”), who is duly qualified to attend and vote at the general meeting (“**the Meeting**”), wishes to propose a person (other than the Proposer himself/herself) for election as a director of the Company (“**Candidate**”) at the Meeting, the Proposer can lodge a written notice (“**Notice**”) at either (a) the Company’s headquarters and principal place of business at Room 404B, 4/F, Block B, Seaview Estate, Nos. 4-6 Watson Road, North Point, Hong Kong for the attention of the Company Secretary; or (b) the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong for the attention of and redirection to the Company.
2. In order for the Company to inform all members of the proposal, the Notice must state the full name of the Candidate, type of his/her identification document and its number, his/her biographical details as required by Rule 13.51(2) of the Listing Rules and be signed by the Proposer. The Proposer must also provide a written consent (“**Consent**”) signed by the Candidate indicating his/her willingness to be elected as a director of the Company.
3. The period for lodgment of the Notice shall be at least seven (7) days and shall commence no earlier than the day after the despatch of the notice of Meeting and ends no later than seven (7) days prior to the date of the Meeting.

4. To enable the members of the Company to make an informed decision on their election at a general meeting, the Company shall publish an announcement or issue a supplementary circular as soon as practicable after the receipt of the Notice and the Consent. The Company shall include particulars of the Candidate in the announcement or supplementary circular. The Company shall assess whether or not it is necessary to adjourn the meeting of the election to give members at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular.

Note: If there is any inconsistency between the English and Chinese versions of this document, the English version shall prevail.

By order of the Board
Synergy Group Holdings International Limited
Wong Man Fai Mansfield
Chairman and executive Director

Adopted on 24 October 2016