



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: 8105)

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 Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (“**GEM 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 headquarter 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 17.50(2) of the GEM Listing Rules and be signed by the Proposer. The Proposer must also provide a written 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 will 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.

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

March 2015