

MIRAMAR GROUP

美麗華集團

MIRAMAR HOTEL AND INVESTMENT COMPANY, LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock code: 71)

Procedures for shareholders to propose a person for election as a director

1. Pursuant to Article 75 of the Articles of Associations of the Company, if a shareholder (not being the person to be proposed) wishes to propose a person other than a director of the Company for election as a director at any general meeting, the following documents must be deposited at the registered office of the Company for the attention of the Company Secretary:
 - (a) a notice of intention executed by the concerned shareholder to propose a person other than a director of the Company for election as a director at any general meeting;
 - (b) a notice executed by the nominated candidate of the candidate's willingness to be appointed;
 - (c) that candidate's information as required to be disclosed under Rule 13.51(2) of the Listing Rules; and
 - (d) that candidate's written consent to the publication of his/her personal data.

The period for lodgment of aforesaid notices shall commence no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and end no later than seven days prior to the date of such general meeting.

2. Upon receipt of a notice from a shareholder to propose a person for election as a director at the general meeting where such notice is received by the Company after publication of the notice of meeting, the Company will issue an announcement or a supplementary circular. The Company shall include particulars of the proposed director in the announcement or supplementary circular.

1 April 2012