

YUANSHENGTAI DAIRY FARM LIMITED

原生態牧業有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 1431)

**PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR
ELECTION AS A DIRECTOR**

1. The following procedures for shareholders (“**Shareholders**”) of YuanShengTai Dairy Farm Limited (“**Company**”) to propose a person for election as a director of the Company (“**Director**”) are prepared in accordance with Bye-law no.111 of the bye-laws of the Company:

- 1.1 If a Shareholder wishes to propose a person (“**Candidate**”) for election as a Director at a general meeting, he/she should deposit (i) a written notice (“**Proposal Notice**”) of the intention to propose the Candidate for election as a Director; and (ii) a written notice (“**Consent Notice**”) by the Candidate of his willingness to be elected at either of the following addresses at least seven (7) clear days before the date of the general meeting and the period for lodgement of such notices shall commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and shall be at least seven (7) clear days in length:

Principal place of business of the Company in Hong Kong

31st Floor, 148 Electric Road

North Point

Hong Kong

Hong Kong branch share registrar and transfer office of the Company

Computershare Hong Kong Investor Services Limited

Shops 1712–1716, 17th Floor, Hopewell Centre

183 Queen’s Road East

Wanchai, Hong Kong

- 1.2 The Proposal Notice (i) must be accompanied by the information of the Candidate as required by Rule 13.51(2) of the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Exchange**”) (which can be viewed at the website of the Exchange at www.hkex.com.hk); and (ii) must be signed by the Shareholder proposing the Candidate for election as a Director.
 - 1.3 The Consent Notice (i) must indicate his/her willingness to be elected and consent of the publication of his/her information as required by Rule 13.51(2) of the Listing Rules; and (ii) must be signed by the Candidate.
 - 1.4 In order to allow the Shareholders to have sufficient time to consider the proposal of election of the Candidate as a Director, Shareholders who wish

to make the proposal are urged to submit and lodge the Proposal Notice and the Consent Notice as early as practicable.

2. To enable the Shareholders 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 Proposal Notice and the Consent Notice. 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.

Hong Kong, November 2013