



SUN HING VISION GROUP HOLDINGS LIMITED

新興光學集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 125)

Procedures for Shareholders to Propose a Person for Election as a Director of the Company

1. Procedures for Shareholders to Propose a Person for Election as a Director of Sun Hing Vision Group Holdings Limited (the “Company”)

1.1 Pursuant to Bye-law 88 of the bye-laws of the Company (the “Bye-laws”), no person other than a director of the Company (the “Director”) retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a notice signed by a member of the Company (the “Shareholder”) (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also a notice signed by the person to be proposed of his willingness to be elected shall have been lodged at the head office or at the registered office of the Company provided that the minimum length of the period, during which such notice(s) are given, shall be at least seven days and that (if the notices are submitted after the dispatch of the notice of the general meeting appointed for such election) the period for lodgment of such notice(s) shall commence on 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.

1.2 The above notice of nomination should be submitted as early as practicable and accompanied by the following information of the proposed candidate:

(a) full name and age;

(b) positions held with the Company and/or other subsidiaries of the Company (if any);

(c) experience including (i) other directorships held in the past 3 years in public companies of which the securities are listed on any securities market in Hong Kong and overseas, and (ii) other major appointments and professional qualifications;

(d) current employment and such other information (which may include business experience and academic qualifications) of which the Board should be aware of, pertaining to the ability or integrity of the candidate;

(e) length or proposed length of service with the Company;

(f) relationships with any director of the Company, senior management, substantial shareholders or controlling shareholders of the Company, or an appropriate negative statement;

(g) interests in shares of the Company within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the laws of Hong Kong), or an appropriate negative statement;

(h) a declaration made by the nominated candidate in respect of the information required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited or an appropriate negative statement to that effect where there is no information to be disclosed pursuant to any of such requirements nor there are any other matters relating to that proposed candidate's standing for election as a director that should be brought to the Board and the Shareholders' attention; and

(i) contact details.

March 2012