

MINDTELL TECHNOLOGY LIMITED
(incorporated in the Cayman Islands with limited liability)
(the “**Company**”)
(Stock code: 8611)

**PROCEDURES FOR A SHAREHOLDER
OF THE COMPANY TO PROPOSE A PERSON FOR
ELECTION AS A DIRECTOR**

Subject to the articles of association of the Company (the “**Articles of Association**”) and the Companies Law of the Cayman Islands, the Company may from time to time in general meeting by ordinary resolution elect any person to be a director of the Company (the “**Director**”) either to fill a casual vacancy on the board of directors of the Company (the “**Board**”), or as an addition to the existing Board.

Article 85 of the Articles of Association provides that no person other than a 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 written notice signed by a shareholder of the Company (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 written 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 registration office provided that the minimum length of the period, during which such written notice(s) are given, shall be at least seven (7) days and that (if the written notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgment of such written notice(s) shall commence on the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven (7) days prior to the date of such general meeting.

Accordingly, if a shareholder of the Company wishes to nominate a person to stand for election as a Director, the following documents must be validly served at the Company’s Hong Kong share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong or at the Company’s principal place of business in Hong Kong at 27th Floor, Neich Tower, 128 Gloucester Road, Wanchai, Hong Kong, including (i) a notice signed by the shareholder for which such notice is given of his intention to propose a candidate for election; and (ii) a notice signed by the proposed candidate of the candidate’s willingness to be elected together with (a) that candidate’s information as required to be disclosed under Rule 17.50(2) of the GEM Listing Rules, and (b) the candidate’s written consent to the publication of his/her personal data.

19 October 2018

Note: This document has been translated into Chinese. In case of discrepancies between the English version and Chinese versions, the English version shall prevail.