Direct Drive Tech
本末科技

Direct Drive Tech Limited
本末動力(北京)科技股份有限公司

Procedures for Shareholders to Nominate Candidates for Election as Directors

(Applicable following the Issuance and Listing of H Shares)

Article 1 To further clarify the procedures for nominating candidates for election as Directors of Direct Drive Tech Limited (the "**Company**"), this Policy is formulated in accordance with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), other applicable laws, regulations and regulatory documents, and the Articles of Association, taking into account the Company's actual circumstances.

Article 2 Pursuant to Rules 13.70 and 13.74 of the Hong Kong Listing Rules, the Company shall comply with the following requirements:

(1) if, after the publication of the notice of a shareholders' meeting, the Company receives notice from a shareholder proposing a person for election as a Director at the shareholders' meeting, the Company shall publish an announcement or issue a supplementary circular;

(2) the announcement or supplementary circular shall include the information concerning the person proposed for election as a Director that is required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules;

(3) the circular shall be published no less than 10 business days before the date of the relevant shareholders' meeting;

(4) the Company shall assess whether the meeting for the election of Directors should be adjourned so that shareholders have at least 10 business days to consider the information disclosed in the announcement or supplementary circular.

Article 3 Procedures for Shareholders to Nominate Candidates for Election as Directors:

The Board and any shareholder or shareholders individually or collectively holding 1% or more of the voting shares of the Company shall have the right to nominate candidates for election as non-employee representative Directors. A lawfully established investor protection institution may publicly solicit authorizations from shareholders to exercise on their behalf the right to nominate independent Directors. A shareholder shall submit any interim proposal to the convener in writing at least 10 days before the shareholders' meeting. The convener shall notify the other shareholders or issue a supplemental notice of the shareholders' meeting within two days after receiving the proposal and announce the contents of the interim proposal.

Where a shareholder intends to nominate a candidate for election as a Director, the following documents shall be formally submitted to the company secretary at the registered office of the Company:

(1) a notice stating the intention to nominate the candidate for election as a Director at a shareholders' meeting. The notice shall be duly signed by the shareholder and shall clearly state his, her or its name and address in an acceptable manner, and shall be valid only after verification and confirmation against the records maintained by the Company's share registrar;

(2) a notice signed by the nominated candidate indicating his or her willingness to be appointed, together with: (i) written materials setting out the nominated candidate's basic information and curriculum vitae; (ii) the candidate information required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules and the other information set out in Article 4 of this Policy; and (iii) the candidate's consent to the publication of his or her personal data.

A shareholder nominating a candidate for election as a Director shall submit the candidate's resume in writing to the convener of the shareholders' meeting at least 10 days before the meeting.

To allow the Company's shareholders sufficient time to consider the proposal to elect the candidate as a Director of the Company, a shareholder intending to make such a proposal is encouraged to submit his, her or its notice of nomination as early as practicable before the relevant shareholders' meeting.

Article 4 To enable shareholders to make an informed decision when electing a Director, a notice of intention to propose a resolution shall be accompanied by the following information concerning the nominated candidate:

(1) full name and age;

(2) positions held with the Company and other members of the Group, if any;

(3) experience, including directorships held during the past three years in public companies whose securities are listed on any securities market in Hong Kong or overseas, if any, and other significant appointments and professional qualifications;

(4) the candidate's current employment and any other information concerning the candidate's competence and integrity of which shareholders should be aware, including business experience and educational background;

(5) the candidate's term or proposed term of office with the Company;

(6) relationships with any Director, member of senior management, substantial shareholder or controlling shareholder of the Company, as defined in the Hong Kong Listing Rules, or an appropriate negative statement;

(7) interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement;

(8) a statement by the nominated candidate concerning the information required to be disclosed under Rules 13.51(2)(h) to (w) of the Hong Kong Listing Rules, or an appropriate negative statement that there is no information required to be disclosed under those provisions and no other matter concerning the candidate's proposed election as a Director that needs to be brought to the attention of shareholders;

(9) detailed contact information.

Article 5 In the event of any inconsistency between this Policy and the then-effective laws, administrative regulations, departmental rules, regulatory documents or the laws and regulations of the place where the Company's shares are listed, the latter shall prevail.

Article 6 This Policy shall be amended by the Board in accordance with the relevant laws, regulations, regulatory documents and the securities regulatory rules of the place where the Company's shares are listed, submitted to a shareholders' meeting for consideration and approval, and interpreted by the Board.

Article 7 This Policy shall, upon consideration and approval by the Board, take effect on the date on which the H shares issued by the Company are listed on The Stock Exchange of Hong Kong Limited.