



**MiniMax Group Inc.**

*(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)*  
**(the “Company”)**

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

**(Adopted by the Company pursuant to a resolution passed at the meeting  
of the board of directors (the “Board”) on December 23, 2025)**

**1. PROVISIONS IN THE COMPANY’S ARTICLES OF ASSOCIATION**

- 1.1 The provisions for a shareholder to propose a person for election as a director of the Company are laid down in Article 27.1 of the Company’s Articles of Association (the “**Articles**”) which takes effect on the date of the listing of the shares of the Company (and as may be amended from time to time).
- 1.2 Extract of Article 27.1 is set out below:

*The Company may by Ordinary Resolution appoint any person to be a Director, either to fill a vacancy or as an additional Director.*

**2. REQUIREMENTS UNDER THE RULES GOVERNING THE LISTING OF  
SECURITIES ON THE STOCK EXCHANGE OF HONG KONG LIMITED (THE  
“LISTING RULES”)**

- 2.1 Pursuant to Rules 13.70 and 13.74 of the Listing Rules, the Company shall:
- publish an announcement or issue a supplementary circular 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 the general meeting;
  - include in the announcement or supplementary circular the particulars required under Rule 13.51(2) of the Listing Rules of such person proposed to be elected as a director;
  - publish such announcement or issue such supplementary circular not less than 10 business days before the date of the relevant general meeting; and
  - assess whether or not it is necessary to adjourn the meeting of the election to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular.

### **3. PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**

- 3.1 After the publication of the notice of the general meeting by the Company, if a shareholder wishes to propose a person (the “**Candidate**”) for election as a director of the Company at the general meeting, he/she shall lodge a written notice (the “**Notice**”) at the head office or at the principal place of business in Hong Kong.
- 3.2 The Notice (i) must include the personal information of the Candidate as required by Rule 13.51(2) of the Listing Rules; and (ii) must be signed by the shareholder concerned and signed by the Candidate indicating his/her willingness to be elected and consent to the publication of his/her personal information.
- 3.3 The period for lodgment of the Notice shall commence on the day after the dispatch of the notice of the meeting appointed for such election and end no later than 7 days prior to the date of such meeting.
- 3.4 In order to allow the Company’s shareholders to have sufficient time to consider the proposal of election of the Candidate as a director of the Company, shareholders who wish to make the proposal are urged to submit and lodge the Notice as early as practicable before the relevant general meeting.

### **4. REQUISITION OF AN EXTRAORDINARY GENERAL MEETING BY SHAREHOLDERS**

- 4.1 Shareholder(s) may request the Company to convene an extraordinary general meeting for the purpose of nominating a person as a director of the Company pursuant to Article 18.4 of the Company’s Articles.

Extract of Article 18.4 is set out below:

*A Members’ requisition is a requisition of one or more Members holding at the date of deposit of the requisition not less than 10% of the voting rights, on a one vote per share basis, of the issued Shares which as at that date carry the right to vote at an extraordinary general meetings of the Company (excluding treasury Shares, if any).*

Shareholders are encouraged to refer to the Articles for further details of the procedures involved.

(If there is any inconsistency between the English and Chinese version of this document, the English version shall prevail.)