



NetDragon Websoft Inc.

網龍網絡有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 777)

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

Shareholders of NetDragon Websoft Inc. (the “Company”) may refer to the procedures below for proposing a person for election as a director of the Company (the “Director”):

Pursuant to Article 88 of the articles of association of the Company, if a shareholder wishes to propose a person other than a Director of the Company for election as a Director at any general meeting, he/she who is duly qualified to attend and vote at such general meeting, can deposit a written notice to that effect at the head office or at Room 2209, 22/F., West Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong, the registered office of the Company for the attention of the company secretary.

In order for the Company to inform shareholders of that proposal, such written notice must state the full name of the person proposed for election as a Director, include the person’s biographical details as required by rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, be signed by the shareholder concerned and be accompanied by a notice signed by the person to be proposed indicating his/her willingness to be elected.

The minimum length of period, during which such written notice is given, shall be at least seven (7) days and that (if the written notice is submitted after the dispatch of the notice of the general meeting appointed for such election) the period for lodgment of the written notice will commence on the day after the dispatch of the notice of the relevant general meeting and end no later than seven (7) days prior to the date of the general meeting. If the written notice is received less than fifteen (15) days prior to the general meeting, the Company will need to consider the adjournment of the general meeting in order to allow shareholders fourteen (14) days’ notice of the proposal.

Hong Kong, 30 March 2012