

Terms of Reference

approved by the Nomination Committee is in violation of the provisions of relevant laws, regulations, the Articles of Association, Hong Kong Listing Rules and the Terms of Reference, the resolution shall be valid.

If the decision-making procedure of the Nomination Committee is in violation of the provisions of relevant laws, regulations, the Articles of Association, Hong Kong Listing Rules or the Terms of Reference, relevant interested parties may require the board of directors to revoke the resolution within 60 days after the date of the resolution.

Chapter 2 Composition

Article 4 The Nomination Committee shall be composed of three directors, more than half of whom shall be independent directors. The members of the Nomination Committee shall be elected by the board of directors.

Article 5

human resources management, corporate management, finance, laws and other relevant fields;

(5) satisfying other conditions as

Terms of Reference before the number of members of the Nomination Committee reaches two-

(8) to assess the independence of independent 595.56 842.04 reW* $\frac{n}{BT/F2}$ 12 Tf1 0 0 1 274.49 764.0

(7)

Article

person nor appoint another member to attend on his/her behalf shall be considered to give up the voting right at the meeting.

Should a member fails to attend the meetings he tt63(e)4he person-7()ITETQ0.000008875 0 59

shall responsively collect and count ballots cast by the members. Where the meeting is held

have the right to request explanatory

Article 47 Upon the occurrence of the above situation, the interestem

inquiries in respect to any issue to any director and senior management of the Company, whereupon the director and senior management shall answer or explain the questions or inquiries timely.

Article 53 The Nomination Committee shall evaluate the performance of the directors and senior management for the previous year in accordance with their understanding of the information of the conditions.

Article 54 Members of Nomination Committee shall be obliged