



XIAMEN JIHONG CO., LTD
廈門吉宏科技股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2603)

**Implementation Rules for the Nomination Committee of
the Board of Directors
(Amended in June 2025)**

Chapter 1 General Provisions

Article 1 In order to standardize the election of leadership of the Company, optimize the composition of the Board of Directors, and improve the corporate governance structure, the Company has established the Nomination Committee of the Board of Directors and formulated these Implementation Rules in accordance with the Company Law of the People's Republic of China and the Articles of Association as well as with reference to the Code of Corporate Governance for Listed Companies, the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Self-regulatory Guidelines No. 1 for Listed Companies on the Shenzhen Stock Exchange – Standardized Operation of Listed Companies on Main Board on the Main Board and other relevant provisions.

Article 2 The Nomination Committee of the Board of Directors is a specific working body established by the Board of Directors pursuant to a resolution of the shareholders' general meeting, which is mainly responsible for selecting the candidates for directors and management personnel of the Company, determining selection criteria and procedures and making recommendations.

Chapter 2 Composition

Article 3 The Nomination Committee shall consist of three directors, with the majority of the members being independent non-executive directors (i.e. independent directors).

Article 4 Members of the Nomination Committee shall be nominated by the Chairman of the Board of Directors, more than one-half of independent directors or one-third of all directors, and shall be elected by the Board of Directors.

Article 5 The Nomination Committee shall have one Chairman (the Convener), who is an independent director, to preside over the work of the Committee; the Chairman shall be elected from among the members of the Committee and shall be subject to the approval of the Board of Directors.

Article 6 The Nomination Committee shall have the same term of office as that of the Board of Directors. After the term expires, members of the Committee can be re-elected. If any member ceases to be a director of the Company during the term of office, he/she automatically loses his/her membership of the Committee and the Committee shall fill the vacancy in accordance with the provisions of Articles 4 to 6 above.

Chapter 3 Duties and Authorities

Article 7 The main duties and authorities of the Nomination Committee are as follows:

(1) to formulate the standards, procedures and methods for election of directors and senior management of the Company and submit the same to the Board of Directors for consideration; to review the structure, size and composition (including the skills, knowledge and experience) of the Board of Directors at least annually; and make recommendations on any proposed changes to the Board of Directors to complement the Company's corporate strategy. In addition, the Committee shall formulate policies in respect of the diversity of the members of the Board of Directors (the diversity of the members of the Board can be realized through taking into account a variety of factors, including but not limited to the gender, age, culture and education background or professional experience. The policies relating to the diversity of the Board of Directors of the Company shall be disclosed in the Corporate Governance Report);

(2) to review the candidates for directors and the chief executive officer and make recommendations; to make recommendations to the Board of Directors on the appointment or re-appointment of directors and succession planning for directors (in particular, the chairman of the Board of Directors and the chief executive officer);

(3) to identify individuals suitably qualified to serve as directors, and screen the candidates for other senior management members nominated by the chief executive officer, select and nominate relevant individuals for directors or other senior management members or provide advice to the Board of Directors in this regard;

(4) to review the Company's plans on developing a team of talents;

(5) to look for suitable candidates for vacant positions from domestic and overseas talent markets and within the Company, and make recommendations to the Board of Directors;

(6) to evaluate the overall skills, knowledge and experience of directors and senior management and assess the independence of the independent non-executive directors;

(7) other duties and powers delegated by the Board of Directors.

Article 8 The Nomination Committee shall be responsible for formulating the selection criteria and procedures regarding directors and senior management members, selecting and reviewing the candidates for directors and senior management members and their qualifications, as well as making recommendations to the Board of Directors on the following matters:

(1) nomination or appointment and dismissal of directors;

(2) appointment or dismissal of senior management members;

(3) other matters as stipulated by the laws and regulations, administrative regulations, provisions of the China Securities Regulatory Committee, the rules of the stock exchange in the place where the Company is listed, and as conferred by the Board of Directors.

Article 9 The Nomination Committee shall be accountable to the Board of Directors. Its proposals shall be submitted to the Board of Directors for consideration and decision. In the absence of sufficient justification or reliable evidence, the controlling shareholder shall fully respect the recommendations of the Nomination Committee, otherwise, alternative candidates for directors or management personnel shall not be proposed.

The Board of Directors shall record and disclose in its resolutions the opinion of the Nomination Committee and the specific reasons for not adopting or fully adopting the recommendations of the Nomination Committee.

Chapter 4 Decision-making Procedures

Article 10 The Nomination Committee shall study the election criteria, selection procedure and term of office of the directors or management personnel of the Company pursuant to the relevant laws and regulations and the Articles of Association, taking into account the actual situations of the Company. After the resolution is made, it shall be filed and reported to the Board of Directors for approval, and shall be implemented accordingly.

Article 11 Procedures for the selection and appointment of directors and management personnel:

(1) the Nomination Committee shall actively communicate with relevant departments of the Company to study the Company's demand for the new directors and management personnel and form written materials;

(2) the Nomination Committee may conduct an extensive search within the Company and controlling (shareholding) enterprises, as well as in the talent market, for candidates for directors and management personnel;

(3) to collect occupation, education, job title, detailed work experience, all part-time jobs and other information of the proposed candidates, and form written materials;

(4) without the consent of the nominee, the nominee shall not be selected as a director or management personnel;

(5) to convene meetings of the Nomination Committee and conduct qualification examination of the candidates according to the office conditions of the directors and management personnel;

(6) One to two months prior to the election of new directors or the appointment of new management personnel, the resumes and relevant materials for candidates for directors and the appointment of new management personnel shall be made and provided to the Board of Directors;

(7) other follow-up works that are based on the decisions and feedback of the Board of Directors.

Chapter 5 Rules of Procedure

Article 12 The Nomination Committee shall convene meetings on an ad hoc basis in accordance with its duties. All members shall be given notice of the meeting three days in advance. Meetings shall be presided over by the Chairman. In the event that the Chairman is unable to attend, another member (who must be an independent director) may be appointed to preside over the meeting.

Article 13 Meetings of the Nomination Committee shall be held only if at least two-thirds of the members are present. Each member shall be entitled to one vote. A resolution shall be deemed to be passed only if it is approved by a majority of all members of the Committee.

Article 14 Voting at meetings of the Nomination Committee shall be conducted by a show of hands or ballot. Ad hoc meetings may be held by means of telecommunication voting.

Article 15 Where necessary, directors, and senior management of the Company may also be invited by the Nomination Committee to be present at its meetings.

Article 16 Where necessary, the Nomination Committee may engage intermediary institutions to provide professional advice for its decision-making, with all related expenses to be borne by the Company.

Article 17 The convening procedures, voting methods, and remuneration policies and allocation plans passed at meetings of the Nomination Committee must comply with relevant laws, regulations, the Articles of Association, and these Implementation Rules.

Article 18 Minutes shall be kept for meetings of the Nomination Committee. Members attending the meeting shall sign the minutes, which shall be maintained by the Secretary to the Board of Directors.

Article 19 Resolutions passed and voting results at meetings of the Nomination Committee shall be reported to the Board of Directors of the Company in writing.

Article 20 All members attending the meeting shall have a duty of confidentiality with respect to the matters discussed and shall not disclose any relevant information without authorisation.

Chapter 6 Supplementary Provisions

Article 21 These Implementation Rules shall become effective upon approval by the Board of Directors.

Article 22 Matters not covered in these Implementation Rules shall be implemented in accordance with applicable national laws and regulations, securities regulatory rules of the place where the Company's shares are listed, and the Articles of Association. In the event of any conflict between these Rules and the national laws and regulations subsequently introduced, the securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association as amended through lawful procedures, such laws, regulations, securities regulatory rules of the place where the Company's shares are listed, and Articles of Association shall prevail, and these Rules shall be revised immediately and submitted to the Board of Directors for consideration and approval.

Article 23 The right of interpretation regarding these Rules shall be reserved for the Board of Directors of the Company.

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June 2025

Note: In case of any inconsistency between the English and Chinese version of these Implementation Rules, the Chinese version shall prevail.