Shenzhen Senior Technology Material Co., Ltd.

Terms of Reference of the Nomination Committee of the Board of Directors (Applicable upon issuance and listing of H shares)

CHAPTER 1 GENERAL PROVISIONS

Article 1 In order to regulate the appointment of directors and senior management of Shenzhen Senior Technology Material Co., Ltd. (the “Company”), optimise the composition of the Board of Directors and improve the corporate governance structure of the Company, the Company has established a Nomination Committee under the Board of Directors and formulated these Terms of Reference in accordance with the Company Law of the People’s Republic of China, the Code of Corporate Governance for Listed Companies, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Articles of Association of Shenzhen Senior Technology Material Co., Ltd. (the “Articles of Association”) and other relevant provisions.

Article 2 The Nomination Committee of the Board of Directors is a special working body established by the Board of Directors pursuant to resolutions of the general meeting, and is mainly responsible for selecting and making recommendations on candidates, selection criteria and procedures for directorsformtforort(n)]TTJ19.3565-1.251TD 6308(

directors constituting the majority (two members). The term “inde

these Terms of Reference shall have the same meaning as “indepe

directors” under the Rules Governing the Listing of Securities on T

Hong Kong Limited.

Article 4 Members of the Nomination Committee shall be nomin

of the Board of Directors, not less than one-half of the indep

one-third of all directors, and shall be elected by the Board of Dir

Article 5 The Nomination Committee shall have one chairman (co

an independent director member and shall be responsible for presid

the Committee. The chairman shall be elected from among the

appointment shall be subject to approval by the Board of Director

Article 6

Terms of Reference. Where the removal of an independent director results in the proportion of independent directors in the Nomination Committee failing to comply with

Article 8 The Nomination Committee shall be accountable to the Board of Directors, and the proposals of the Committee shall be submitted to the Board of Directors for consideration and decision. Without sufficient reasons or reliable evidence, the controlling shareholder shall fully respect the recommendations of the Nomination Committee and shall not propose alternative candidates for directors or senior management.

CHAPTER 4 DECISION-MAKING PROCEDURES

Article 9 The Nomination Committee shall, in accordance with the relevant laws and regulations and the Articles of Association, and taking into account the actual circumstances of the Company, study the qualifications for election, selection procedures and terms of office for directors and senior management of the Company, and after forming resolutions, file the same and submit them to the Board of Directors for approval and implementation.

Article 10 The procedures for the selection and appointment of directors and senior management shall be as follows:

(1) the Nomination Committee shall actively communicate with the relevant departments of the Company, study the Company's requirements for new directors and senior management, and prepare written materials;

(2) the Nomination Committee may extensively search for candidates for directors and senior management within the Company, its controlling (participating) enterprises and the talent market;

(3) information on the preliminary candidates, including occupation, academic qualifications, professional titles, detailed working experience and all concurrent

CHAPTER 5 RULES OF PROCEDURE

Article 11 Notice of meetings of the Nomination Committee shall be given to all members three days prior to the meeting, provided that such notice period may be waived with the consent of all members of the Nomination Committee. Meetings shall be chaired by the chairman. Where the chairman is unable to attend the meeting, he/she may appoint another member (being an indepe

Article 19 Members attending meetings shall be subject to confidentiality obligations in respect of matters discussed at the meetings and shall not disclose relevant information without permission.

CHAPTER 6 SUPPLEMENTARY PROVISIONS

Article 20 These Terms of Reference shall take effect upon approval by the Board of Directors and upon the issuance of H shares by the Company and the listing of such H shares on The Stock Exchange of Hong Kong Limited.

Article 21 Any matters not covered by these Terms of Reference shall be implemented in accordance with the relevant laws of the State, administrative regulations, rules, normative documents and the Articles of Association. In the event that these Terms of Reference are inconsistent with any laws of the State, administrative regulations, rules, normative documents promulgated in the future or the Articles of Association as amended through lawful procedures, the relevant laws of the State, administrative regulations, rules, normative documents and the Articles of Association shall prevail, and these Terms of Reference shall be amended promptly and submitted to the Board of Directors for consideration and approval.

Article 22 The right of interpretation of these Terms of Reference shall vest in the Board of Directors of the Company.

Board of Directors of
Shenzhen Senior Technology Material Co., Ltd.
June 2025