



# 新奥能源控股有限公司 ENN Energy Holdings Limited

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 2688)

## NOMINATION POLICY

### 1. Purposes

This policy sets out the principles which guide the Nomination Committee of ENN Energy Holdings Limited (the “**Company**”) to identify and evaluate a suitable candidate, and provide the board of directors the Company (the “**Board**”) with assistance and recommendations in relation to his/her appointment, re-election of directors as well as relevant matters such as succession planning for directors.

### 2. Nomination Criteria

The Nomination Committee shall consider a number of factors in making nominations, including but not limited to the following:

- (a) **Reputation for integrity:** The candidate must satisfy the Board and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) that he/she has the character, experience and integrity, and is able to demonstrate a standard of competence commensurate with the relevant position as a director of the Company;
- (b) **Skills, experience and expertise:** The candidate should possess the skills, knowledge, experience and professional expertise which are relevant to the operations of the Company and its subsidiaries (collectively, the “**Group**”);
- (c) **Diversity:** With due regards to the diversity perspectives, including but not limited to gender, age, cultural / educational and professional background, skills, knowledge and experience;
- (d) **Commitment:** The candidate should be able to devote sufficient time to attend board meetings, and participate in induction, training and other board associated activities. If the proposed candidate will be nominated as an independent non-executive director (“**INED**”) and has been already held directorship in six (or more) listed companies, the Nominate Committee should consider the reasons given by the candidate for being able to devote sufficient time, interest and attention to the Group;
- (e) **Independence:** The candidate to be nominated as an INED must satisfy the independence criteria set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). Where applicable, the totality of the candidate’s educational background, qualifications and experience shall also be evaluated to consider whether he or she has appropriate professional qualifications or accounting or related

financial management expertise for filling the office of an INED; and

- (f) any other relevant factors as may be determined by the Nomination Committee or the Board from time to time as appropriate.

### **3. Nomination Procedures**

- 3.1 The candidates will be asked to submit necessary personal information in a prescribed form by the Nomination Committee. The Committee will take such measures as it considers appropriate to identify and assess the candidates.
- 3.2 The Nomination Committee may propose to the Board a candidate recommended or offered for nomination by a shareholder of the Company to the Company as nominee for election to the Board and the appointment, re-election, re-appointment of directors as well as succession planning for directors should be approved by the Board.
- 3.3 On making recommendation, the Nomination Committee may submit the candidates' personal profile and a proposal to the Board for consideration. In order to have a valid proposal, the proposal should clearly indicate the reasons for recommendation and voting intention of the Nomination Committee. The biographies must contain and/or append information required and/or confirmed under Rule 13.51(2) of the Listing Rules. If the candidate is nominated as an INED, the Nomination Committee must assess his or her independence in accordance with the factors set out in the Rule 3.13 of the Listing Rules.
- 3.4 The Board should observe the board diversity policy and shall, subject to merit and suitability, continue in its endeavours to introduce more diversity into the Board, taking into account professional experience and qualifications, gender, age, cultural and educational background, skills and any other factors that the Board might consider relevant and applicable from time to time towards achieving board diversity.
- 3.5 Each proposed new appointment, election or re-election of a Director shall be assessed and/or considered against the criteria and qualifications set out in this policy. Besides, recommendations should be provided to the Board and/or shareholders for their consideration and decision.

### **4. Monitoring and Review of this Policy**

- 4.1 The Nomination Committee will monitor the implementation of this policy.
- 4.2 Any future amendment to this policy is required to be reviewed by the Nomination Committee and approved by the Board.

### **5. Disclosure of this Policy**

- 5.1 This policy will be published on the Company's website for investors' information.
- 5.2 A summary of this policy will be disclosed in the Corporate Governance Report to be included in the Company's annual reports.