

## NOMINATION POLICY

### 1. OBJECTIVES

- 1.1 The Nomination Committee assists the board of directors (the **“Board”**) of the Eminence Enterprise Limited (the **“Company”**) in making recommendations to the Board on the appointment of directors, and succession planning for directors.
- 1.2 This policy provides the key selection criteria and principles of the Nomination Committee in making any such recommendations.

### 2. SELECTION CRITERIA

- 2.1 The Nomination Committee shall consider the following factors, which are not exhaustive and the Board has discretion if it considers appropriate, in assessing the suitability of any proposed candidate(s) for appointment as directors or re-appointment of any existing Board member(s) :-
  - (a) Reputation for integrity;
  - (b) Accomplishment, experience and reputation in the business and industry;
  - (c) Commitment in respect of time, interest and attention to the businesses of the Company and its subsidiaries;
  - (d) Diversity in all aspects, including but not limited to gender, age, cultural / educational and professional background, skills, knowledge and experience;
  - (e) Compliance with the criteria of independence, in case for the appointment of an independent non-executive director, as prescribed under Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange; and
  - (f) Any other relevant factors as may be determined by the Nomination Committee or the Board from time to time as appropriate.
- 2.2 The appointment of any candidate(s) to the Board or re-appointment of any existing member(s) of the Board shall be made in accordance with the Company’s Bye-Laws and other applicable rules and regulations.

### 3. NOMINATION PROCEDURES

- 3.1 All candidates will be required to submit his/her personal particulars and information to the Nomination Committee.
- 3.2 The Secretary of the Nomination Committee shall convene a meeting, and invite nominations of candidates from Board members (if any), for consideration by the Committee. The Committee may also nominate candidates for its consideration.

- 3.3 For the appointment of any candidate(s) to the Board, the Nomination Committee shall undertake adequate due diligence in respect of such individual and make its recommendations for the Board's consideration and approval.
- 3.4 For the re-appointment of any existing member(s) of the Board, the Nomination Committee shall make recommendations to the Board for its consideration and recommendation, and for members to go for re-election at a general meeting as required by the Bye-Laws of the Company and the Listing Rules.
- 3.5 If a shareholder wishes to propose a candidate to the Board for consideration, he/she shall refer to the "Rules and Procedures Governing in Appointment of Directors", which is available on the Company's website.
- 3.6 The Board shall have the final decision on all matters relating to its recommendation of candidates to stand for election at a general meeting.

#### **4. APPROVAL AND REVIEW OF THIS POLICY**

This policy has been approved by the Board. Any subsequent amendment of this policy shall be reviewed by the Nomination Committee and approved by the Board.

\* *In case of any inconsistency between the English version and the Chinese version, the English version shall prevail.*

*February 2019*