

ORIENT SECURITIES INTERNATIONAL HOLDINGS LIMITED
東方滙財證券國際控股有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8001)

**TERMS OF REFERENCE OF
THE LOAN RECEIVABLES RECOVERY COMMITTEE**

The terms of reference and modus operandi of the loan receivables recovery committee (the “**Committee**”) under the board (the “**Board**”) of directors (“**Director(s)**”) of Orient Securities International Holdings Limited (the “**Company**”) are as follows:

Composition of the Committee

1. The Committee shall be comprised of two or more Directors and must consist of at least one independent non-executive Director.
2. The Committee shall have one chairman, responsible for presiding over the work of the Committee. The chairman and other members of the Committee shall be elected by the Board.
3. The Committee shall have the same term of office as the Board. A member will automatically lose his/her office as a member of the Committee if he/she no longer takes the position of director in the Company during the term of office, in which case, the Board will fill the vacancy according to the requirements under provisions 1 and 2 above.
4. The Committee shall have one secretary (the “**Secretary of the Committee**”) designated by the Board or elected by the Committee, responsible for daily liaison, organisation of meetings and other matters of the Committee.

* *For identification purpose only*

Duties and Powers of the Committee

5. The main duties and powers of the Committee are as follows:
- (a) to trace and locate all of the existing debtors of Orient Securities Finance Limited (the “**Debtors**”), being the wholly owned subsidiary of the Company and obtain any other information needed to succeed in the recoveries and reach out to customers with overdue accounts by sending out notices of unpaid debt;
 - (b) to set up and maintain the Debtors’ files and report on a monthly basis on the status of the various Debtors for the collection of debts as well as the successful collection of the capital amount collected. This shall include keeping full and proper books of accounts and records showing clearly all enquiries, transactions and proceedings regarding the debt settlement progress and sharing the same with the Board;
 - (c) to negotiate and manage reasonable debt repayment plans with the Debtors to ensure a reasonable debt recovery;
 - (d) as it may be necessary from time to time depending on the debt being handled, with liaise with the lawyer(s) to write necessary demand letter(s) to assist in recovery of the debt and/or obtain necessary court orders to auction debtor(s) assets to be used to recovery of the debt;
 - (e) to request the Debtors to make payments by utilising the payment mechanisms as stipulated in the credit management policy;
 - (f) to submit to the Board all relevant enquiries and requests obtained from the debtors in respect of the debts outstanding;
 - (g) to identify and evaluate the possible write offs of outstanding debts that prove to be completely unrecoverable with reasons detailing why a write off of the said debts should be considered;
 - (h) perform other assigned tasks and duties necessary to support the accounts department and enlist the efforts of senior management when necessary to accelerate the collection process; and
 - (i) other matters authorised by the Board.

Rules of Procedures of the Committee

6. The Secretary of the Committee shall be responsible for preliminary preparation for the matters to be submitted to the Committee for consideration, and provide any supporting documents as needed at the meetings.
7. The Committee shall hold at least one regular meeting every year. Notice of the meeting shall be served to all the members of the Committee seven days prior to the date of the meeting, while an extraordinary meeting may not be subject to such time restrictions provided that the members of the Committee are given sufficient time to review the meeting agenda.
8. Meetings of the Committee shall be chaired by the chairman of the Committee, who, if unable to attend, may appoint another member as proxy to act on his/her behalf.
9. Meetings of the Committee shall be convened by a quorum of more than one-half of its members. Each member shall have one vote, and resolutions proposed at the meeting must be passed by simple majority. If a member is unable to attend a meeting, he/she may authorise another member to attend and perform his/her duties on his/her behalf.
10. Meetings of the Committee may be held by way of on-site meetings, video conferences, telephone conferences or by correspondence. The Committee may vote by a show of hands or by poll in the case of an on-site meeting, or by written resolution in the case of a meeting held by correspondence.
11. The Committee may invite directors and other senior management to attend the meetings as observers when it considers necessary.
12. In respect of significant issues, the Committee may, if it considers necessary, engage professional parties to provide professional advice for its decision making at the expense of the Company.

13. The procedures for convening the meeting, matters discussed and resolutions passed at the meeting of the Committee must comply with relevant laws, regulations, the Articles of Association of the Company and the terms of reference of the Committee.
14. Minutes should be permanently maintained for meetings of the Committee, which shall be prepared by the Secretary of the Committee, and members attending the relevant meeting shall sign the minutes.
15. Resolutions and voting results adopted at the meetings of the Committee shall be reported to the Board in writing.
16. Members of the Committee attending the meeting shall keep all matters discussed at the meeting confidential. Unauthorised disclosure of the relevant information shall be prohibited.

18 November 2022