Asymchem Laboratories (Tianjin) Co., Ltd.

TERMS OF REFERENCE OF THE AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

(Revised in July 2025)

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Chapter 1 General Provisions

Article 1 In order to strengthen the board of directors of the Asymchem Laboratories (Tianjin) Co., Ltd. (the "**Company**")'s effective supervision over the management and to further improve the Company's corporate governance structure, the Terms of Reference are formulated in accordance with the Company Law of the People's Republic of China, the Guidelines for Articles of Association of Listed Companies, the Code of Corporate Governance for Listed Companies, the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange, the Guidance No. 1 of Shenzhen Stock Exchange on Self-regulation by Listed Companies – the Standardized Operation of Listed Companies on the Main Board, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), the Articles of Association of Asymchem Laboratories (Tianjin) Co., Ltd. (the "**Articles**") and other relevant regulations.

Article 2 The Audit Committee under the board of directors is a specific working body set up by the board of directors in accordance with the resolutions at the general meeting. Its main responsibilities are to communicate with the internal and external auditing of the Company, and to supervise and review their job performance.

Chapter 2 Composition

Article 3 The Audit Committee comprises a minimum of three directors, and all of them shall be non-executive directors, with a majority of them being independent non-executive directors. At least one of the independent non-executive directors having appropriate professional qualifications or accounting or related financial management expertise under the Hong Kong Listing Rules.

Article 4 The Audit Committee members shall be nominated by either the chairman of the board of directors, over half of the independent non-executive directors or over one third of all the directors, and shall be elected and appointed by the board of directors. The Audit Committee members shall not serve as senior management of the Company.

Article 5 The Audit Committee shall have one chairman (convener) who shall be elected and appointed from among the independent non-executive directors who are professional accountants and shall preside the work of the Committee. When the convener of the Audit Committee is unable to or refuses to perform his/her duties, more than half of the Audit Committee members shall jointly elect an independent non-executive director member to preside over the meeting.

Article 6 The term of office of the Audit Committee is consistent with that of the board of directors. After expiration of such term, a committee member may serve for another term upon being re-elected, but independent non-executive director member(s) shall not serve for more than six consecutive years. If a committee member ceases to be a director of the Company or otherwise is unable to fulfill his/her duty as a director before the expiry of his/her term of office, or if any member who shall be an independent non-executive director no longer possesses such

independence as required by relevant laws and regulations, the Hong Kong Listing Rules or the Articles, such member shall be disqualified as a member automatically and the board of directors shall appoint a new member to fill the vacancy pursuant to Article 3 to Article 5 of these terms of reference.

Adjustments may be made to the members of the Audit Committee during their terms of office upon being proposed by the chairman of the board of directors and approved by the board of directors upon discussion.

If the resignation of an Audit Committee member results in the number of Audit Committee members falling below the statutory minimum, or results in no member having appropriate professional qualifications or accounting or related financial management expertise, the outgoing member shall continue to perform his/her duties until new member takes office.

The office of the board of directors is responsible for the routine work of the Audit Committee.

Article 7 A former partner of an auditing firm which currently serves as the Company's auditor shall not serve as a member of the Audit Committee of the Company within two years commencing from the following dates (whichever is later):

1. the date when he/she ceases to be a partner of that firm; or

2. the date when he/she ceases to have any financial interest in that firm.

Chapter 3 Duties and Authorities

Article 8 The primary duties and authorities of the Audit Committee include:

(I) advising the board of directors on the appointment, reappointment, replacement or dismissal of the external audit agency; proposing to initiate relevant work for selecting and appointing external audit agencies; reviewing on selection and appointment documents, determining evaluation factors and specific scoring standards, and supervising the selection and appointment process; approving and reviewing audit fees and appointment terms of the external audit agency; dealing with any issues related to resignation or dismissal of the external audit agency, supervising the work of the external audit agency and reviewing reports of the external audit agency. When the Company engages or replaces its external audit agency, the Audit Committee shall form an opinion on relevant matters and propose a resolution to the board of directors for further consideration;

The Audit Committee's recommendations to the board of directors on the appointment or replacement of the external audit agency, and its review of the external audit agency's audit fees and appointment terms, shall not be improperly influenced by the Company's major shareholders, de facto controllers, directors, or senior management.

(II) reviewing and monitoring the external auditor agency's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards. The Audit Committee shall discuss with the auditor the nature and scope of the audit and reporting obligations before the audit commences; the Audit Committee shall regularly (at least annually) submit to the board of directors an assessment report on the performance of the engaged external audit agency and a report on the Audit Committee's fulfillment of its supervision duties over the external audit agency.

(III) supervising the establishment and implementation of financial control and internal audit system of the Company; and guiding the effective operation of the internal audit department; reviewing the Company's annual internal audit work plan; overseeing the implementation of the Company's internal audit plan. The internal audit department of the Company shall report to the Audit Committee at least once every quarter, and submit relevant internal audit reports and rectification plan of audit issues and updates thereof; and taking the responsibility for conducting anti-graft and anti-bribery management, while reviewing and supervising anti-corruption management system and the effectiveness of the relevant institutions; reporting to the board of directors on the progress and quality of internal audit work, as well as significant issues or leads discovered.

(IV) being responsible for the communication between internal audit and external audit, and to monitor the relationship between the Company and external audit;

(V) auditing the integrity of the Company's financial statements and annual report and accounts, half-year report and, if prepared for publication, quarterly reports, and to review significant financial reporting judgements contained in them. In reviewing these reports before submission to the board of directors, the Audit Committee shall focus particularly on:

1. any changes in accounting policies and practices;

2. major judgmental matters;

3. significant adjustments resulting from audit;

4. the going concern assumptions and any qualifications;

5. compliance with accounting standards;

6. compliance with laws and requirements in relation to financial reporting in the Hong Kong Listing Rules;

7. the likelihood of fraud, irregularities and material misstatements related to financial accounting reports, and supervising the rectification of the issues raised in the financial accounting reports.

(VI) To perform the duties under paragraph (V) of this Article:

1. members of the Audit Committee shall liaise with the board of directors, senior management and the appointed audit agency; the Audit Committee shall convene meetings with the external audit agency at least twice a year;

2. the Audit Committee shall consider any significant or unusual items that are, or may need to be, reflected in the financial reports and accounts, and shall give due consideration to any matters that have been raised by the Company's financial officers, internal auditors or supervisory personnel, or the external auditor's agency engaged by the Company;

(VII) reviewing the Company's risk management and internal control systems; the Audit Committee shall supervise and guide the internal audit department to conduct an inspection of the following matters at least once every six months, issue an inspection report, and submit it to the Audit Committee. If it is identified during the inspection that the Company has violated laws and regulations or operated in an irregular manner, the Audit Committee shall report to the regulatory authorities in a timely manner:

1. The implementation of major events such as the use of proceeds, provision of guarantees, connected transactions, securities investments and derivative transactions, provision of financial assistance, acquisition or disposal of assets, and external investments of the Company;

2. Substantial fund movements of the Company and fund movements with directors, senior management, controlling shareholders, de facto controllers and their associates.

If the Audit Committee discovers clues of financial fraud, abnormal operating conditions, or pays attention to significant negative public opinion and major media questioning related to the Company, or receives clear complaints and reports during its daily performance of duties, it may require the Company to conduct self-inspection, request the internal audit department to conduct investigations, and, if necessary, may engage third-party intermediaries to assist in the work, with the expenses borne by the Company.

(VIII) discussing the risk management and internal control systems with management to ensure that management has performed its duty to have effective systems. This discussion shall include the adequacy of resources, staff qualifications and experience, training programs and budget of the Company's accounting and financial reporting function;

(IX) considering major investigation findings on risk management and internal control matters as delegated by the board of directors or on its own initiative and management's response to those findings;

(X) ensuring co-ordination between the internal and external auditors, and to

ensure that the internal audit function is adequately resourced and has appropriate standing within the Company, and to review and monitor its effectiveness;

(XI) reviewing the Company's financial and accounting policies and practices;

(XII) reviewing the external auditor's management letter, any material queries raised by the auditor to management about accounting records, financial accounts or systems of internal control and management's response;

(XIII) ensuring that the board of directors will provide a timely response to the issues raised in the external auditor's management letter;

(XIV) ensuring that the Company has established appropriate channels for employees to raise concerns, in confidence, about possible improprieties in financial reporting, internal control or other matters, and to review such arrangements from time to time so that the Company can conduct a fair and independent investigation of these matters and take appropriate actions;

(XV) acting as the key representative body between Company and the external auditor agency for overseeing their relations;

(XVI) reviewing all external guarantees of the Company and submitting the discussion results to the board of directors for consideration;

(XVII) formulating and implementing policies of non-audit services provided by the external audit agency (if any). For the purpose of this article, the external audit agency includes any entity which is under the common control, ownership or management with such audit firm, or any entity which a reasonably informed third party knowing all relevant information would reasonably conclude to be part of such audit firm's domestic or international business. The Audit Committee shall report to the board of directors and make recommendations on any action or improvement it deems necessary;

(XVIII) reviewing the Company's compliance with the Corporate Governance Code under the Hong Kong Listing Rules and the disclosures in the Corporate Governance Report;

(XIX) reporting to the board of directors on the matters within this terms of reference;

(XX) issuing a written assessment opinion on the effectiveness of the Company's internal control based on the internal audit report and relevant information submitted by the internal audit department, and reporting to the board of directors. If the Company has major internal control defects, or is identified as having financial fraud, fund misappropriation, unauthorized guarantees and other issues, the Audit Committee shall urge the Company to carry out

follow-up rectification and internal accountability, and urge the Company to formulate rectification plans and measures and complete rectification within a time limit, and establish, improve, and strictly implement the internal accountability system.

(XXI) exercising the powers of the board of supervisors as stipulated in the Company Law:

1. Inspecting the Company's financial affairs;

2. Supervising the performance of duties by directors and senior management, and proposing the dismissal of directors and senior management who violate laws, administrative regulations, the Articles, or resolutions of the general meeting;

3. Requiring any directors or senior management members whose behavior damages the Company's interests to make corrections;

4. Proposing to convene an extraordinary general meeting, and convening and presiding over general meetings when the board of directors fails to perform its duties of convening and presiding over general meetings;

5. Submitting proposals to the general meeting;

6. Filing lawsuits against directors and senior management in accordance with Article 189 of the Company Law;

7. Other powers stipulated in the Articles.

(XXII) other authorities of the Audit Committee under the Hong Kong Listing Rules;

(XXIII) other duties as authorized by the board of directors.

Article 9 The following matters shall be submitted to the board of directors for deliberation after being approved by more than half of all members of the Audit Committee:

(I) disclosing financial information and internal control evaluation reports in financial and accounting reports and periodic reports;

(II) appointing or dismissing accounting firms which are responsible for auditing matters of the Company;

(III) appointing or dismissing the chief financial officer of the Company;

(IV) making changes in accounting policies, accounting estimates or correcting major accounting errors for reasons other than changes in accounting standards;

(V) other matters stipulated by laws, administrative regulations, provisions of the China Securities Regulatory Commission, regulatory rules of the place where the share of the Company is listed and the Articles.

Article 10 The Audit Committee shall be accountable to the board of directors, and shall submit its proposals to the board of directors for consideration and approval.

Article 11 The Audit Committee shall pay attention to the deposit and use of proceeds and take full consideration of the report of inspection results submitted by the internal audit department.

Article 12 The Audit Committee shall make available its terms of reference, explaining its role and the authority delegated to it by the board of directors by including them on the websites of the stock exchanges where the Company's securities are listed and the website of the Company.

Article 13 The Company shall provide the Audit Committee with the necessary means to perform their duties and engage professionals or agencies to handle daily operation including liaison, organization of meetings, preparation of materials and documentation for the Audit Committee. When the Audit Committee is performing its duties, the management and relevant departments of the Company shall cooperate with it.

Article 14 The Company shall disclose the annual performance of the Audit Committee in its annual report, mainly including the details of the performance of its duties and the convening of the Audit Committee meetings.

Article 15 If the Audit Committee makes recommendations to the board of directors on matters within the scope of its terms of reference, and the board of directors does not adopt such recommendations, the Company shall disclose such matters and fully explain the reasons.

Chapter 4 Procedures of Meetings

Article 16 The meetings of the Audit Committee fall into two categories: regular meetings and extraordinary meetings.

Article 17 The meetings of the Audit Committee shall be convened at least once in a quarter to review the work plans and reports submitted by the internal audit department. The meetings shall be presided over by the chairman of the Audit Committee. In the event that the chairman fails to attend the meeting, he or she may appoint another committee member who is an independent non-executive director to preside over the meeting in writing.

The Audit Committee shall report to the board of directors at least once in a quarter regarding the progress and quality of the internal audit work and material issues identified.

Article 18 The extraordinary meetings of the Audit Committee may be convened upon the proposal of two or more members, or if the chairman deems it necessary.

Article 19 When convening the regular meetings of the Audit Committee, unless otherwise agreed by all the members of the Committee, the office of the board of directors shall deliver a written meeting notice to all of the members of the Audit Committee and the Secretary to the board of directors by hand, prepaid post, fax or e-mail three days prior to the date of a regular meeting. If service is made indirectly, confirmation shall additionally be made by telephone and the appropriate record thereof shall be made.

If the notice is sent by hand, the recipient shall affix signature (or seal) to the return on service and the signing date shall be the date of service; if the notice is sent by post, the fifth workday after the date of delivery to the post office shall be the date of service; if the notice is sent by fax, it is deemed to have been delivered when the fax is sent, and the date of dispatch of the fax shall be determined according to the display of the report of the fax machine; if the notice is sent by e-mail, it is deemed to be delivered by entering the e-mail system designated by the recipient.

If the extraordinary meetings are convened by the chairman from time to time, the meeting notice may be given by telephone or by other verbal means at any time, but the convener shall provide an explanation at the meeting.

Article 20 Audit Committee members shall attend Audit Committee meetings in person and express clear opinions on the matters under deliberation. If a member cannot attend the meeting for some reason, he/she shall entrust other members as proxy in writing to attend the meeting on his/her behalf. The power of attorney shall specify the name of proxy, matters, authority and valid period, and shall be executed or sealed by the principal. The member attending the meeting as a proxy shall exercise the rights of the member as a principal within the scope of authorization.

Each member of the Audit Committee may accept a proxy from no more than one other member, and the power of attorney must clearly specify the scope and duration of authorization. If an independent non-executive director member of the Audit Committee is unable to attend the meeting for some reason, he/she shall entrust another independent non-executive director member to attend the Audit Committee meeting on his/her behalf.

Article 21 A meeting of the Audit Committee can be held only when more than two-thirds of the members are present. Each member shall have the voting right of one vote. The meeting resolutions shall be passed by more than half of all the members.

Article 22 In principle, Audit Committee meetings shall be held in in person. When necessary, and provided that all participating members can fully communicate and express their opinions, the meetings may be conducted via video, telephone, or other means. Any member of the Audit Committee who has interests in the matters deliberated in the meeting shall abstain from voting. Where the Audit Committee is unable to form an effective conclusion due to the abstention of such member, such matters shall be directly submitted to the board of directors for consideration. When voting at the meeting of the Audit Committee, the voting is taken by raising hands or written vote, which is determined by the chairman as needed.

Article 23 Other directors and senior management of the Company, external experts, internal auditors, financial officers, legal advisors or other relevant personnel may be invited by the members of the Audit Committee to attend such meetings.

Article 24 The Audit Committee may request the Company to explain relevant matters and to provide relevant information.

Article 25 The Audit Committee may, if necessary, engage an intermediary to provide professional advice for its decision-making, and the reasonable expenses shall be at the cost of the Company.

Article 26 The procedures for convening a meeting of the Audit Committee, the voting method and the relevant plans and resolutions passed at such meeting shall be in compliance with the provisions of relevant laws, regulations, the Articles and these terms of reference.

Article 27 The relevant documents, plans, proposals, resolutions and minutes (records) of the Audit Committee shall be kept by the executing agency of the board of directors for a period of ten years and available for inspection by the director at any time. The resolutions and minutes (records) shall be signed by members attending the meetings. The draft and the final minutes shall be delivered to all members of the Audit Committee successively within a reasonable period of time for their comments and record, respectively.

Article 28 Resolutions passed at the meeting of the Audit Committee and any voting results shall be reported to the board of directors of the Company in writing.

Article 29 Members and persons attending the meeting shall undertake confidentiality obligations for all items discussed at the meeting and shall not disclose any relevant information without permission.

Chapter 5 Supplementary Provisions

Article 30 These terms of reference shall become effective and be implemented from the date on which they are reviewed and approved by the board of directors.

Article 31 Any matters not covered by these terms of reference shall be dealt with in accordance with the relevant provisions of the laws, regulations, the Hong Kong Listing Rules and the Articles. In the event that these terms of reference are inconsistent with laws, regulations, the Hong Kong Listing Rules promulgated in the future and the Articles amended by legal procedures, relevant provisions of laws, regulations, the Hong Kong Listing Rules and the Articles shall prevail, and these terms of reference shall be amended on a timely basis and submitted to the board of directors of the Company for consideration and approval.

Article 32 The interpretation of these terms of reference shall be vested in the board of directors of the Company.