China Resources Medical Holdings Company Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1515)

(the "**Company**", together with its subsidiaries, the "**Group**")

TERMS OF REFERENCE
OF
NOMINATION COMMITTEE

(the "**Committee**")

(Adopted by the Board on November 4, 2013 and amended by the Board on November 27, 2018 and November 7, 2025)

1. Membership

(a) Members of the committee shall be appointed and removed by the board of directors (the "**Board**"). The Committee shall be made up of at least three members ("**Members**"), among which shall include at least one director of different gender.

(b) The majority of Members of the Committee shall be independent non-executive directors ("**INEDs**").

(c) The chairman of the Committee ("**Committee Chairman**") shall be the chairman of the Board or an INED. In the absence of the Committee Chairman and/or an appointed deputy, the remaining Members present shall elect one of their Members to chair the meeting.

2. Secretary

(a) The company secretary or its/his/her/their nominee shall act as the secretary of the Committee.

(b) The Committee may from time to time appoint any other person with appropriate qualification and experience as the secretary of the Committee.

3. Quorum, Attendance at Meetings and Resolutions

(a) The quorum necessary for the transaction of business shall be two (2) Members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

(b) Members may participate in a meeting by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting are capable of hearing each other.

(c) Resolutions of the Committee at any meetings shall be passed by a majority of votes of the Members present.

(d) A resolution in writing signed by all the Members shall be as valid and effectual as if it had been passed at a meeting of the Committee duly convened and held.

4. Frequency of Meetings

The Committee shall meet at least once a year before the annual general meeting to consider any proposed changes to the composition of the Board and convene additional meetings as required. Meetings shall be summoned by the secretary of the Committee at the request of any Members.

5. Minutes of Meetings

The Committee Chairman shall arrange for keeping of records of resolutions passed at Committee meetings, and circulate the same to all Members within a reasonable time after each meeting and, once agreed, to all members of the Board.

6. Responsibility, Powers and Discretion

The Committee shall have the following responsibilities, powers and discretion:

(a) to review the structure, size and composition and the required skills, knowledge, background of education, experience and diversity (including gender) of the Board at least annually, assist the Board in maintaining a Board skills matrix, and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy, support the Company's regular evaluation of the Board's performance, and to draw up, review and update, as appropriate, the diversity policy having due regard to the requirements of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

(b) to identify individuals suitably qualified to become Board members and select or make recommendations to the Board on the selection of, individuals nominated for directorships;

(c) to assess the time commitment and contribution of each director of the Company to the Board, as well as the director's ability to discharge his/her responsibilities effectively, taking into account professional qualifications, work experience, number of and time commitment required for existing directorships of other listed companies and other significant commitments, and other factors including the director's character, integrity, independence and experience;

(d) to assess the independence of INEDs;

(e) to make recommendations to the Board on the appointment or re-appointment of directors and succession planning for directors, in particular the chairman and the chief executives; and

(f) the Committee Chairman or in his/her absence, another Member (who must be an INED) shall attend the Company's general meeting(s) and be prepared to respond to shareholders' questions on the Committee's activities and responsibilities.

7. Reporting Responsibilities

(a) The Committee Chairman shall report formally to the Board on its proceedings after each meeting on all matters within its duties and responsibilities.

(b) The Committee shall make recommendations to the Board it deems appropriate on any area where action or improvement is needed.

8. Authority

(a) The Committee is authorised by the Board to seek any information it requires from senior management of the Company in order to perform its duties.

(b) Where necessary, the Committee is authorised to obtain, at the Company's expense, outside legal or other professional advice on any matter within its terms of reference to perform its responsibilities.

(c) The Committee shall be provided with sufficient resources to discharge its duties.

9. Amendments

Subject to Board approval, this terms of reference shall be updated with reference to the latest applicable amendments to the Listing Rules adopted from time to time.

Note: If there is any inconsistency between the English and Chinese versions of this document, the English version shall prevail.