SINOPEC KANTONS HOLDINGS LIMITED
（中石化冠德控股有限公司）*

(incorporated in Bermuda with limited liability)

(Stock Code: 934)

TERMS OF REFERENCE OF THE NOMINATION COMMITTEE AMENDED AND ADOPTED BY THE BOARD OF DIRECTORS ON 16 MARCH 2026

The board of directors (the "Board") of Sinopec Kantons Holdings Limited (the "Company") established a committee of the Board known as the Nomination Committee (the "Nomination Committee"), a summary of its constitution and particular duties are set out below:

1. Membership

1.1 The members of the Nomination Committee shall be appointed by the Board from amongst the directors of the Company (the "Director(s)") and the Nomination Committee shall consist of not less than three members, the majority of which shall be independent non-executive Directors, and shall include at least one Director of a different gender.

1.2 The chairman of the Nomination Committee shall be appointed by the Board. The chairman of the Nomination Committee shall be either the chairman of the Board or an independent non-executive Director.

2. Secretary

2.1 The Company Secretary shall be the secretary of the Nomination Committee.

2.2 The Nomination Committee may from time to time appoint another secretary with appropriate qualification and experience.

3. Meetings

3.1 The Nomination Committee members may call any meetings at any time when necessary.

3.2 The quorum of Nomination Committee meetings shall be two members.

4. Attendance of Meetings

4.1 Other board members, apart from the Nomination Committee members, have the right to attend any Nomination Committee meetings, though they shall not be counted in the quorum.

4.2 Only the Nomination Committee members shall have the voting powers.

5. Duties and Responsibilities

The duties and responsibilities of the Nomination Committee shall be:

5.1 to review the structure, size and composition of the Board (including the skills, knowledge and experience) at least annually, assist the Board in maintaining or reviewing a board skills matrix, and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;

5.2 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;

5.3 to regularly review the performance of the Directors; its assessment of each Director's time commitment and contribution to the board, as well as the Director's ability to discharge his or her responsibilities effectively, taking into account (including but not limited to) professional qualifications and work experience, existing directorships of issuers listed on the Main Board or GEM and other significant external time commitments of such Director and other factors or circumstances relevant to the Director's character, integrity, independence and experience;

5.4 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 executive;

5.5 to assess the independence of independent non-executive Directors;

5.6 to support the Company in conducting a formal evaluation of the Board's performance at least once every two years and to make recommendations to the Board regarding the related disclosures;

5.7 to review and monitor the training and continuous professional development of Directors and senior management;

5.8 to develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and Directors;

5.9 to review the policy on Board diversity (the "Board Diversity Policy") and any measurable objectives for implementing such Board Diversity Policy as may be adopted by the Board from time to time and to review the progress on achieving the objectives; and to make disclosure of its review results in the corporate governance report of the Company; and

5.10 where the Board proposes a resolution to elect an individual as an independent non-executive Director at the general meeting, the Nomination Committee should set out in the circular to shareholders and/or explanatory statement accompanying the notice of the relevant general meeting why they believe the individual should be elected and the reasons why they consider the individual to be independent.

6. Annual General Meeting

The chairman of the Nomination Committee shall endeavour to attend the annual general meeting of the Company and be prepared to respond to any shareholder questions on the Nomination Committee's activities. If the chairman of the Nomination Committee is unable to attend, a member of the Nomination Committee (who must be an independent non-executive Director) shall attend the annual general meeting of the Company. Such person shall be prepared to respond to any shareholder questions on the Nomination Committee's activities.

7. Reporting Responsibilities

7.1 After each meeting, the Nomination Committee shall report formally to the Board on all matters within its duties and responsibilities.

8. Authority

8.1 The Nomination Committee is authorized by the Board to seek any necessary information which is within the Nomination Committee's scope of duties from the employees of the Company.

8.2 The Nomination Committee is authorized by the Board to obtain at the Company's expense outside independent professional advice, and to secure the attendance of outsiders with relevant experience and expertise if it considers necessary.

* *For identification purpose only*