TALENT PROPERTY GROUP LIMITED
(the "Company")

TERMS OF REFERENCE OF NOMINATION COMMITTEE

1. Membership

1.1 Members of the Nomination Committee (the "Committee") shall be appointed by the board of Directors (the "Board") of the Company. The Committee shall consist of not less than 3 members and the majority of whom should be independent non-executive directors, including at least one member of a different gender.

1.2 The Board shall appoint the Committee chairman who shall be the chairman of the Board (the "Committee Chairman"). In the absence of the Committee Chairman, the remaining members present shall elect one of themselves to chair the meeting.

2. Quorum

2.1 The quorum necessary for the transaction of business shall be three and two of them must be independent non-executive director. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, power and discretions vested in or exercisable by the Committee.

3. Meetings

3.1 The Committee shall meet *at least once a year* or at such other times as the Committee Chairman shall require.

4. Annual General Meeting

4.1 The Committee Chairman, or in his absence, another member of the Committee, or failing this his duly appointed delegate shall attend the Annual General Meeting of the Company prepared to respond to any shareholder questions at the meeting.

5. Duties

The Committee shall:

5.1 review the structure, size and composition (including the skills, knowledge and experience) 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;

5.2 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 assess the independence of independent non-executive directors and where the Board proposes a resolution to elect an individual as an independent non-executive director at the general meeting, it should set out in the circular to shareholders and/ or explanatory statement accompanying the notice of the relevant general meeting:

a) the process used for identifying the individual and why the Board believes the individual should be elected and the reasons why it considers the individual to be independent;

b) if the proposed independent non-executive director will be holding their seventh (or more) listed company directorship, why the Board/Committee believes the individual would still be able to devote sufficient time to the board;

c) if an independent non-executive director has served more than nine years, why the Board/Committee believes that the individual is still independent including the factors considered, the process and the discussion of the Board/Committee in arriving at such determination

d) the perspectives, skills and experience that the individual can bring to the Board; and

e) how the individual contributes to diversity of the Board.

5.4 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 make recommendations to the Board on the membership of Board committees e.g. Audit Committee and Remuneration Committee, in consultation with the chairman of the Board and the chairmen of such committees, as appropriate;

5.6 have (or the Board shall have) a policy concerning diversity of board members and the diversity of its workforce (including senior management), and shall review and recommend to the Board on any revisions to the policy, as appropriate, to ensure its effectiveness as well as disclosing the policy on diversity or a summary of such policy in the corporate governance report;

5.7 assess 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 professional qualifications and work experience, existing directorships in other listed companies and other significant external time commitments of such director and other factors or circumstances relevant to the director's character, integrity, independence and experience; and

5.8 support the Company's regular evaluation of the board's performance.

6. Authority

6.1 The Company shall provide the Committee sufficient resources to perform its duties. Where necessary, the Committee should seek independent professional advice, at the Company's expense, to perform its responsibilities.

(Updated in April 2026)