China International Marine Containers (Group) Co., Ltd.
Implementation Rules of the Audit Committee of the Board of Directors

(As amended in May 2026)

CHAPTER 1 GENERAL PROVISIONS

Rule 1 These implementation rules (the "**Rules**") are formulated for the Audit Committee (the "**Committee**") of the Board of Directors (the "**Board**") established by China International Marine Containers (Group) Co., Ltd. (hereinafter referred to as the "**Company**") in accordance with the Company Law of the People's Republic of China (hereinafter referred to as the "**Company Law**"), the Standards on Corporate Governance of Listed Companies, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "**Hong Kong Listing Rules**"), Guidance for Boards and Directors issued by the Hong Kong Stock Exchange, the Articles of Association of China International Marine Containers (Group) Co., Ltd. (hereinafter referred to as the "**Articles of Association**") and other relevant regulations, in order to further strengthen the decision-making function of the Board, achieve audit in advance and professional audit, ensure effective supervision over the President-level management by the Board and optimize the corporate governance structure of the Company.

Rule 2 The Committee is a body specifically set up by the Board under the Articles of Association, mainly responsible for supervision and evaluation of external audit work, and proposed engagement or replacement of external auditors; supervision and evaluation of internal audit work, and responsible for coordination between internal and external audits; review of the Company's financial information and its disclosure; supervision and evaluation the Company's internal control; and exercising the functions and powers of the supervisory committee as stipulated in the Company Law.

Rule 3 The Committee shall discharge its responsibilities in accordance with relevant laws and regulations, the Articles of Association and the authorisation of the Board.

Rule 4 The composition, convening procedure and voting method of the meeting of the Committee as well as the resolutions passed at such meetings shall comply with the relevant laws, regulations, the Articles of Association and these Rules.

CHAPTER 2 COMPOSITION

Rule 5 The Committee shall consist of three non-executive directors who are not senior management members of the Company, two of which are independent directors, and at least one independent director shall have accounting expertise.

Rule 6 Members of the Committee (hereinafter referred to as the "**Member(s)**") shall be nominated by the Chairman of the Board, one-half (1/2) or more of the independent directors or one-third (1/3) or more of all directors, and shall be elected by the Board.

Members of the Committee shall possess the professional knowledge, work experience and good professional ethics necessary to competently perform their duties. They shall ensure they devote sufficient time and energy to fulfill the Committee's responsibilities diligently and conscientiously.

A former partner of the Company's existing external audit firm shall be prohibited from serving as a member of the Committee before two years has lapsed since the date on which he/she ceases to be a partner of the firm or to have any financial interest in the firm, whichever is later.

Article 7 The Committee shall have one chairman (convener), who shall be the accounting professional among the independent director members, and shall be responsible for presiding over the work of the Committee. The accounting professional shall possess relatively extensive accounting expertise and experience, and shall meet at least one of the following conditions: (1) holding a Certified Public Accountant qualification; (2) holding a senior professional title in accounting, auditing or financial management, an associate professor title or above, or a doctoral degree; (3) holding a senior professional title in economic management, with more than five years of full-time work experience in accounting, auditing or financial management in a professional capacity.

The appointment of chairman of the Committee shall be reported to the Board for approval.

Rule 8 The term of office of the Members is three years, which shall be the same as that of the directors. A Member may serve consecutive terms if re-elected upon expiry of his/her term. However, independent directors shall not serve for more than six consecutive years.

If any Member ceases to hold the position as a director of the Company during his/her term of office due to resignation or other reason(s), he/she shall automatically resign from his/her position in the Committee at the time he/she ceases to be a director, and the vacancy shall be filled by the Committee pursuant to Rules 5 to 7 hereof.

If the resignation of a Member of the Committee results in the number of members of the Committee falling below the statutory minimum or the absence of an accounting professional, the original Member shall continue to perform his/her duties until a new member is appointed.

Rule 9 The Board shall dismiss and replace any Member failing to attend the meeting of the Committee in person for two consecutive times and without appointing another member to attend on his/her behalf.

Except for the situation and the circumstances under which the Articles of Association prohibit a person from acting as director, a Member shall not be removed from office without any reason before his/her term of office expires.

Rule 10 A Member may resign before his/her term of office expires, which shall comply with the laws, regulations, Articles of Association and the departure management system of the Company relating to the resignation of directors.

Rule 11 Where the Board removes the position of a Member pursuant to Clause 1 in Rule 9 hereof or a Member resigns from his/her position as a Member before expiry of his/her term of office pursuant to Rule 10 hereof, shall not affect his/her continued exercise of the powers and functions attached to his/her position as a director of the Company during his/her term of office.

CHAPTER 3 DUTIES AND AUTHORITIES

Rule 12 Principal duties and authorities of the Committee shall include:

I. Performing duties of the Supervisory Committee as stipulated by the Company Law and other relevant laws and regulations

(1) to examine the financial affairs of the Company;

(2) to supervise the directors and senior management in the performance of their duties and to propose the removal of directors and senior management who have violated laws, administrative regulations, the Articles of Association or the resolutions of the general meetings;

(3) to demand rectification from a director or senior management when the acts of such persons are detrimental to the interests of the Company;

(4) to propose to convene an extraordinary general meeting and to convene and preside over the general meeting if the Board fails to do so as required by these Rules;

(5) to submit proposals to the general meeting;

(6) to initiate against directors and senior management in accordance with the provisions of the Company Law;

(7) to perform other duties as stipulated in the Articles of Association.

II. Maintaining an appropriate relationship with the Company's external auditors

(8) to make recommendations on the appointment, reappointment or change of the external auditor (including financial reporting auditor and internal control auditor, and all of "external auditor" hereinafter shall have the same meaning), and to advise on the remuneration and terms of engagement of the external auditor, and to deal with any matter in relation to the resignation or dismissal of that auditor;

(9) to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards; the Committee should discuss with the auditor the nature and scope of the audit and the relevant reporting obligations before the audit commences; the independence of external auditors should be reviewed by the Committee annually. For instance, when an external auditor also provides non-audit services, the Committee should consider:

1. whether the auditor is suitable, in terms of its capability and experience, to provide such non-audit services to the issuer;

2. whether there are safeguard measures in place to ensure that there is no threat to the objectivity and independence of the audit works of the external auditor as a result of the provision of non-audit services;

3. the nature and the level of fees of the non-audit services, as well as the level of individual and aggregate fees in respect of the auditor; and

4. the criteria for determining the remuneration of audit staff.

(10) to develop and implement policy on the engagement of an external auditor to provide non-audit services. For this purpose, "external auditor" shall include any entity that is under common control, ownership or management with the audit firm or any entity that a reasonable and informed third party having knowledge of all relevant information would reasonably conclude as part of the audit firm nationally or internationally. The Committee shall report to the Board, and making recommendations on any matters where action or improvement is needed;

III. Reviewing of the Company's financial information

(11) to monitor the integrity of the Company's financial statements as well as annual reports and accounts, half-year reports and quarterly reports, to review risk management and internal control, and to review significant financial reporting opinions contained therein. In reviewing these statements and reports before submission to the Board, the Committee should focus particularly on:

1. any changes and progress thereof in accounting policies and practices;

2. matters involving significant judgments;

3. significant adjustments resulting from audit;

4. the going concern assumptions and any qualifications;

5. compliance with accounting standards; and

6. compliance with the Listing Rules and legal requirements in relation to financial reporting;

(12) in regard to (11) above:

1. members of the Committee should liaise with the Board and senior management. The Committee must meet, at least twice a year, with the Company's auditors; and

2. the Committee should consider any significant or unusual items that are, or may need to be, reflected in such reports and accounts and must give due consideration to any matters that have been raised by the staff responsible for the accounting and financial reporting function, compliance officer or auditors;

IV. Oversight of the Company's financial reporting system and internal control procedures

(13) to review the Company's financial control, internal control and risk management systems;

(14) to discuss the internal control system with management to ensure that management has performed its duty of establishing an effective internal control system;

(15) to consider any findings of significant investigations on internal control matters and the management's response to these findings as delegated by the Board or on its own initiative;

(16) to ensure 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, and to monitor the Company's internal audit system and its implementation, "adequately resourced" means that the function is staffed by people with appropriate qualification, experience, integrity and independence of mind;

(17) to review the Company's financial and accounting policies and their implementation, to monitor the management's progress on implementing any new key financial reporting standards, and to stay updated on tax legislature and regulatory developments in relation to financial reporting;

(18) to review the external auditor's management letter, any material queries raised by the auditor to management in respect of the accounting records, financial accounts and systems of controls and the management's response;

(19) to ensure that the Board will provide a timely response to the issues raised in the external auditor's management letter;

(20) to explain to the Board on the Corporate Governance Code as set out in Appendix C1 of the Hong Kong Listing Rules;

(21) to review the implementation of the Company's risk management and internal control system and the self-appraisal of the internal control, and to consider and identify the Company's material weakness in risk management and internal control;

(22) to consider major investigation findings and the respective management responses on risk management and internal control matters as delegated by the Board or on its own initiatives;

(23) to monitor the management in the establishment and implementation of the risk management and internal control system, and to ensure its effectiveness;

(24) to perform an audit on significant connected transactions;

(25) other matters as delegated by laws, regulations, relevant regulatory rules of the place where the Company's shares are listed and the Board.

Rule 13 The following matters shall be submitted to the Board for consideration with the approval of more than half of all Members of the Committee:

(1) disclosure of financial information in financial accounting reports and periodic reports, and internal control evaluation reports;

(2) appointment or dismissal of the accounting firm that undertakes the Company's auditing work;

(3) appointment or dismissal of the Company's chief financial officer;

(4) changes in accounting policies, accounting estimates or corrections of material accounting errors that are made for reasons other than changes in accounting standards;

(5) other matters as stipulated by laws, administrative regulations, relevant regulatory rules of the place where the Company's shares are listed and the Articles of Association.

Rule 14 The consideration opinions adopted at a meeting of the Committee shall be submitted to the Board in writing.

Where the Board does not adopt the consideration opinions submitted by the Committee on matters within its scope of duties, the Company shall disclose such matters and give a full explanation of the reasons.

Rule 15 The Committee shall review the Company's financial and accounting reports, and give opinions on the authenticity, accuracy and completeness of the financial and accounting reports. It shall focus on significant accounting and auditing issues in the Company's financial and accounting reports, with particular attention to the possibility of fraud, irregularities and material misstatements in connection with the financial and accounting reports, and supervise the rectification of problems identified in the financial and accounting reports.

The Committee shall make recommendations to the Board on the engagement or replacement of the external auditor, and review the audit fees and terms of engagement of the external auditor, and shall not be subject to undue influence from the Company's major shareholders, actual controllers, directors or senior management.

The Committee shall urge the external auditors to act with integrity, honesty, diligence and due care, strictly comply with business rules and industry self-regulatory standards, rigorously implement internal control systems, verify the Company's financial and accounting reports, fulfill their special duty of care, and issue professional opinions with prudence.

Rule 16 The Company shall provide necessary working conditions for the Committee and designate specific personnel or entities to deal with daily works, including liaison, organisation of committee meetings, preparation of materials and documentation management, of the Committee. When the Committee performs its duties, the management and relevant departments of the Company shall cooperate with it.

Rule 17 When Members are discharging their duties, the directors, senior management and other relevant personnel of the Company shall actively cooperate with them, and shall not refuse, impede or conceal relevant information, nor make any interference.

Rule 18 Save their entitlement to salary or allowance as a director or an independent director of the Company determined by the shareholder's general meeting in accordance with the relevant laws, regulations, regulatory documents and the Articles of Association, Members shall not accept any other additional undisclosed benefits from the Company and its substantial shareholder(s), or interested institutions and personnel.

Rule 19 The Committee may conduct investigations if it identifies abnormal operations of the Company. The Committee may engage intermediaries to provide professional opinions. The expenses incurred by the Committee in the discharge of its duties shall be borne by the Company.

Rule 20 The Company shall disclose the annual performance of its duties by the Committee in its annual report, mainly including details of the performance of its duties and information regarding the convening of meetings of the Committee.

CHAPTER 4 AUDITING TEAM

Rule 21 The Committee has an auditing team ("**Auditing Team**") as a daily executive office, who is in charge of the day-to-day liaison and organization of meetings. The Auditing Team has one leader.

Rule 22 Members of the Auditing Team shall be appointed and dismissed by the Committee. They are directly accountable to and shall report to the Committee.

Rule 23 The Auditing Team is in charge of the preparatory work for the Committee to make decisions and providing relevant information related to the Company on aspects as follows:

(1) relevant financial reports and internal control reports of the Company;

(2) work reports of the internal and external auditors;

(3) external audit contract and related work reports;

(4) disclosure of information by the Company;

(5) the audit report on the significant connected transactions of the Company;

(6) other related matters.

CHAPTER 5 DECISION-MAKING PROCESS

Rule 24 Meetings shall be held by the Committee to appraise the report provided by the Auditing Team and submit the relevant written information to the Board for discussion:

(1) to evaluate the performance as well as to consider the appointment and replacement of the external auditors;

(2) whether the Company's internal audit system has been effectively implemented and whether the Company's financial reports are complete and true;

(3) whether the information like financial reports disclosed by the Company gives a true and fair view and whether the Company's significant connected transactions are entered into in compliance with relevant laws and regulations;

(4) to evaluate the performance of the finance and audit departments (including their respective heads) of the Company;

(5) other related matters.

CHAPTER 6 MEETINGS OF THE AUDIT COMMITTEE

Rule 25 Meetings of the Committee are classified into regular meetings and interim meetings. Regular meetings shall be held at least four times a year, and at least once a quarter.

The chairman of the Committee shall convene an interim meeting of the Committee within ten working days under any of the following circumstances:

(1) where the convener deems necessary;

(2) where two or more Members jointly propose a meeting.

Rule 26 Meetings of the Committee shall, in principle, be held in the form of on-site meetings. If full communication and expression of opinions by all attending Members can be ensured, meetings may also be held via video, telephone or other means if necessary.

In principle, the Company shall provide relevant materials and information no later than three days prior to the convening of a meeting of the Committee.

Rule 27 Notice of the meeting of the Committee shall include the following contents:

(1) the date and place of the meeting;

(2) the duration of the meeting;

(3) the purpose and agenda of the meeting;

(4) the date of issuance of the notice.

Rule 28 The chairman of the Committee shall preside over the meeting of the Committee. In case the chairman fails or refuses to perform his/her duties, an independent director member jointly elected by more than half of the Members of the Committee shall preside.

Rule 29 Members shall actively participate in and attend the meetings of the Committees in person, and shall express clear opinions on the matters under consideration. If a Member is unable to attend the meeting in person for some reason(s), he/she shall review meeting materials in advance to form clear opinions and authorize in writing other Member(s) of the Committee to attend on his/her behalf.

Each Member of the Committee may accept up to one Member's authorisation, and the power of attorney shall specify the scope and duration of such authorisation. If a Member who is an independent director is unable to attend the meeting for some reason(s), he/she shall authorise another Member of the Committee who is an independent director to attend such meeting on his/her behalf.

Rule 30 Two thirds of the Members are required to form the quorum of a meeting of the Committee; each Member shall be entitled to one vote; resolutions of a meeting must be adopted by the affirmative votes of more than half of the Members.

Rule 31 Resolutions at the meetings of the Committee shall be passed by a show of hands or by poll. In an interim meeting, votes may also be taken by communication.

Rule 32 Members of the Auditing Team may attend the meetings of the Committee. Where necessary, directors and senior management of the Company may be invited to the meetings.

Rule 33 When the meeting of the Committee discusses a topic which raises issues with regard to Members' interests, they shall recuse themselves from taking part in the vote on such topic and the number of votes they represent shall not be included in the total number of effective votes.

The minutes and resolutions of the meetings of the Committee shall specify the fact that the interested Members has not been counted in the quorum and that has not participated in voting.

Rule 34 The Committee shall keep minutes of its meetings. The minutes of the meeting shall be truthful, accurate and complete, fully reflecting the opinions expressed by the attendees on the matters under consideration. Members present at the meeting and the Secretary to the Board and the recorder shall sign the minutes of the meeting. Members present at a meeting have the right to request a descriptive record of their speeches at the meeting. The minutes, resolutions of the meeting, power of attorney (if any) and other relevant meeting materials shall be kept as records of the Company by the Secretary to the Board for a term of ten years.

Rule 35 The minutes of the meetings of the Committee shall include the following contents:

(1) date, place and convener of the meeting;

(2) names of the Members present at the meeting, wherein those attending on behalf of others shall be specially noted;

(3) agenda and topic of the meeting;

(4) summary of speeches given by attendees;

(5) voting method and results of each resolution (the results shall specify the votes of affirmatives, negatives or abstentions and the names of voters);

(6) name of recorder of the meeting.

Rule 36 Members shall sign the resolutions passed at the meetings of the Committee and take the corresponding responsibilities. If any resolution of the meetings of the Committee is in violation of laws, regulations or Articles of Association of the Company, thereby causing the Company to suffer a loss, the Members who took part in the resolution shall be liable to the Company for damages. However, if a Member is proved to have expressed his/her voting to such resolution when it was put to the vote, and such opposition is recorded in the minutes of the meeting, such Member may be released from such liability.

Rule 37 A resolution passed or the results of voting at a meeting of the Committee shall be reported in writing to the Board of the Company.

Rule 38 All Members present at a meeting shall be obliged to keep confidential all matters discussed at the meeting and shall not disclose such information without authorization.

CHAPTER 7 SUPPLEMENTARY RULES

Rule 39 All references to "over" and "under" in these Rules shall include the stated figure; all references to "less than" and "more than" shall not include the stated figure; all references to "include" shall mean including but not limited to relevant matters or issues stated.

Rule 40 These Rules should come into effect since the date of approval by the Board.

Rule 41 Any matters not specified in these Rules should be implemented in accordance with relevant state laws, regulations, relevant regulatory rules of the listing place(s), regulatory documents and requirements of the Articles of Association. Should any of these Rules be found in conflict with relevant state laws, regulations, regulatory documents, relevant regulatory rules of the listing place(s), issued later or inconsistent with relevant requirements of the Articles of Association revised through legal procedures, the relevant laws, regulations, regulatory documents, relevant regulatory rules of the listing place(s), and requirements of the Articles of Association then in effect shall prevail.

Rule 42 These Rules shall be interpreted and amended by the Board.