CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD. IMPLEMENTATION RULES OF THE REMUNERATION AND APPRAISAL 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 Remuneration and Appraisal Committee (the "**Committee**") of the Board of Directors (the "**Board**") established by China International Marine Containers (Group) Co., Ltd. (the "**Company**" and its subsidiaries together, the "**Group**") in accordance with the Company Law of the People's Republic of China, the Standards on Corporate Governance of Listed Companies, the Articles of Association of China International Marine Containers (Group) Co., Ltd. (the "**Articles of Association**"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**") and other relevant regulations, in order to establish and improve the performance appraisal and remuneration management systems and optimize the corporate governance structure of the Company.

Rule 2 The Remuneration and Appraisal Committee is a body specifically set up by the Board under the Articles of Association, mainly responsible for formulating the evaluation standards of directors and senior management personnel and conducting evaluation, establishing and reviewing the remuneration policies and plans such as the mechanism for determining remuneration, decision-making process, and the payment and clawback arrangements of directors and members of senior management, and making recommendations to the Board on the relevant matters.

Rule 3 The Remuneration and Appraisal Committee performs duties in accordance with relevant laws and regulations, the Articles of Association and authorisation of the Board.

Rule 4 The composition, convening procedures and voting method of the meeting of the Remuneration and Appraisal Committee, as well as the resolutions relating to remuneration policies and distribution plans passed at such meetings, shall comply with the relevant laws, regulations, the Articles of Association and these Rules.

CHAPTER 2 COMPOSITION

Rule 5 The Remuneration and Appraisal Committee shall consist of five directors, three of whom are independent directors.

Rule 6 Members of the Remuneration and Appraisal Committee ("**Member(s)**") shall be nominated by the Chairman of the Board, or one-third or more of all directors, and shall be elected by the Board.

At least half of the Members shall be independent directors.

Rule 7 The Remuneration and Appraisal Committee shall have a chairman (the convener) who shall be an independent director. The chairman of the Committee shall be responsible for convening meetings and leading the work of the Committee. The 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.

If any Member resigns from the position of directors of the Company during his/her term of office, he/she shall automatically lose his/her position as Member, and the vacancy shall be filled by the Committee pursuant to Rules 5 to 7 hereof.

Upon expiry of the independent directorship of a Member, such Member may serve consecutive terms as a Member of director rather than a Member of independent director if re-elected.

Rule 9 The Board shall dismiss and replace any Member failing to attend the meeting of the Remuneration and Appraisal Committee in person for consecutive three times.

Except for the situation as mentioned in the preceding paragraph and the circumstances under which the Articles of Association prohibits a person from acting as a 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, the Articles of Association and the resignation management system of the Company relating to the resignation of directors.

Rule 11 Where the Board removes the position of a Member of the Committee pursuant to Clause 1 in Rule 9 hereof or a Member of the Committee resigns from his/her position as a Member of the Committee before expiry of his/her term of office pursuant to Rule 10 hereof, which results in the fact that the number of Members of the Committee who are independent directors falls short of the minimum number required by Clause 2 in Rule 6 hereof, such vacancy shall be filled by the Board pursuant to Rules 5 to 7 hereof.

Rule 12 Where the Board removes the position of a Member of the Committee pursuant to Clause 1 in Rule 9 hereof or a Member of the Committee resigns from his/her position as a Member of the Committee before expiry of his/her term of office pursuant to Rule 10 hereof, he/she may continue to perform his/her duties as a director of the Company during his/her term of office without any prejudice.

CHAPTER 3 DUTIES AND AUTHORITIES

Rule 13 Significant duties and authorities of the Remuneration and Appraisal Committee shall include:

(1) research and develop the appraisal standards for the directors and senior management of the Company and conduct relevant appraisal and make recommendations;

(2) make recommendations to the Board on the policy and structure for overall remuneration of directors and senior management and on the establishment of a formal and transparent procedure for developing such remuneration policy;

(3) consider factors including remuneration paid by comparable companies, time commitment and responsibilities of directors, and other employment conditions of other positions of the Group, and make recommendations to the Board on the remuneration packages of directors and senior management;

(4) review the directors' and senior management's remuneration proposals with reference to the corporate goals, policies and objectives set by the Board;

(5) review compensation payable to executive directors and senior management for his/her loss or termination of office or appointment to ensure that it is consistent with contractual terms; or otherwise also to ensure the compensation is fair and reasonable and not excessive;

(6) review compensation arrangements related to dismissal or removal of directors for misconduct to ensure such arrangements are consistent with contractual terms; or otherwise also to ensure the compensation is fair and proper; and the compensation arrangements related to dismissal or removal of non-executive directors who are Members of the Remuneration and Appraisal Committee for misconduct shall be reviewed by other Members of the Remuneration and Appraisal Committee;

(7) ensure that no director or any of his/her associates (as defined in the Hong Kong Listing Rules) is involved in deciding his/her own remuneration; and that the remuneration of non-executive directors who are Members of the Remuneration and Appraisal Committee to be determined by other Members of the Remuneration and Appraisal Committee; and that suggestions to be proposed to the Board;

(8) formulate equity incentive plan in accordance with the relevant laws and regulations or the provisions of the normative documents; and be responsible for reviewing and/or approving the matters relating to administration of the share option scheme and share schemes under Chapter 17 of the Hong Kong Listing Rules; and be responsible for administration of the share option scheme, including but not limited to examination of the qualification of the participants of the share incentive plan, the conditions for granting and exercising options. The share incentive plan shall be submitted to the general meeting for approval in accordance with the law;

(9) other matters delegated by the Board as well as other duties conferred by laws and regulations, the relevant regulatory rules of the place where the Company's shares are listed, the rules of procedure of the Board of the Company, the implementation rules of the Remuneration and Appraisal Committee and the Board. In the event of any conflict with the relevant regulatory rules of the place where the Company's shares are listed, the Remuneration and Appraisal Committee shall report its determinations or recommendations to the Board.

Rule 14 The Remuneration and Appraisal Committee is responsible for formulating the evaluation standards of directors and senior management personnel and conducting evaluation, establishing and reviewing the remuneration policies and plans of directors and members of senior management, and making recommendations to the Board on the following matters:

(1) the remuneration of directors and senior management personnel of the Company;

(2) the formulation or modification of equity incentive schemes and employee share ownership schemes, and the achievement of conditions for the grant and exercise of rights by incentive recipients;

(3) the arrangement of share ownership schemes of directors and senior management personnel in subsidiaries which are proposed to be spun-off;

(4) other matters as stipulated by laws, administrative regulations, the securities regulatory rules in the jurisdictions where the shares of the Company are listed, and the Articles of Association.

The opinions of the Remuneration and Appraisal Committee and the specific reasons for non-adoption shall be recorded in the Board resolutions and shall be disclosed if the Board does not adopt or does not fully adopt the recommendation of the Remuneration and Appraisal Committee.

Rule 15 Proposals relating to the remuneration plan or programs for the Company's directors put forward by the Remuneration and Appraisal Committee shall be submitted to the Board for discussion and approval, and where necessary, it shall be subject to consideration and approval at the shareholder's general meeting before they are implemented; and the remuneration plan or programs for the Company's senior management shall not be implemented before they are examined and approved by the Board.

The Board has the right to veto any remuneration plan or programs proposed by the Remuneration and Appraisal Committee that are detriment to the interests of shareholders.

Rule 16 The Remuneration and Appraisal Committee will be provided with sufficient resources to discharge its duties. The Secretary to the Board shall provide assistance to the Members for discharging their duties, including but not limited to briefing of situations or furnishing materials.

Rule 17 When Members are discharging their duties, relevant personnel of the Company shall actively cooperate with them, and shall not refuse, impede or conceal any important information requested, 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 obtain any additional undisclosed benefits from the Company and its substantial shareholder(s), or interested institutions and personnel.

Rule 19 The Remuneration and Appraisal Committee may appoint intermediary agencies to provide professional advice for its decision-making and the expenses incurred shall be borne by the Company.

CHAPTER 4 REMUNERATION AND APPRAISAL WORKING TEAM

Rule 20 The Remuneration and Appraisal Working Team under the Remuneration and Appraisal Committee has one leader who is responsible for providing information on the operation of the Company and the personnel being appraised, preparing for meetings of the Remuneration and Appraisal Committee and implementing the resolutions passed by the Remuneration and Appraisal Committee.

Rule 21 Members of the Remuneration and Appraisal Working Team shall be appointed and dismissed by the Remuneration and Appraisal Committee. They are accountable to, and shall report to the Remuneration and Appraisal Committee.

Rule 22 The Remuneration and Appraisal Working Team is in charge of the preparatory work for the Committee to make decision and providing relevant information related to the Company on aspects as follows:

(1) the performance against the key financial indicators and operational targets of the Company;

(2) the scope of work and major duties and performance of duties of the personnel being appraised;

(3) the measurement basis for developing the Company's remuneration and distribution plans and methods based on the Company's operating results.

CHAPTER 5 EVALUATION PROCESS

Rule 23 The evaluation process of the Remuneration and Appraisal Committee are as follows:

(1) determine the list of people to be appraised and submit the same to the Board for consideration and approval;

(2) the appraised reports to the Remuneration and Appraisal Committee on his/her jobs and makes self-appraisal;

(3) the Remuneration and Appraisal Committee conducts performance evaluation based on the performance evaluation standards and process;

(4) a remuneration plan or suggestion for the appraised person is proposed based on the performance evaluation results of a particular position and the remuneration and distribution policies, and then, if approved, will be submitted to the Board of the Company.

CHAPTER 6 MEETINGS OF THE REMUNERATION AND APPRAISAL COMMITTEE

Rule 24 The Chairman of the Remuneration and Appraisal Committee shall convene a meeting of the Remuneration and Appraisal Committee within ten working days under any of the following circumstances:

(1) where more than one-third of all directors jointly propose a meeting;

(2) where more than half of all Members of the Remuneration and Appraisal Committee jointly propose a meeting.

Rule 25 A notice shall be given to all Members seven days prior to the date designated for holding a meeting of the Remuneration and Appraisal Committee.

Rule 26 Notice of the meeting of the Remuneration and Appraisal Committee shall include the following contents:

(1) the date and place of the meeting;

(2) the duration of the meeting;

(3) the purposes and agenda of the meeting;

(4) the date of issuance of the notice.

Rule 27 The chairman of the Committee shall preside over the meeting of Remuneration and Appraisal Committee. In case the chairman fails to attend the meeting, he/she can appoint another Member of independent director to preside over the meeting on his/her behalf.

Rule 28 Members shall actively participate in and attend the meeting of the Remuneration and Appraisal Committee in person, and express a clear opinion on the matters under consideration. If unable to attend in person due to whatever reasons, a member should review the meeting materials in advance, form a clear opinion, and appoint another member of the Remuneration and Appraisal Committee in writing to attend on his/her behalf.

Rule 29 Two-thirds of the Members are required to form the quorum of a meeting of Remuneration and Appraisal 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 30 Resolutions at the meetings of the Remuneration and Appraisal Committee shall be passed by a show of hands, communication vote or by poll.

Rule 31 Members of the Remuneration and Appraisal Working Team may attend the meetings of the Remuneration and Appraisal Committee. Where necessary, directors and senior management of the Company may be invited to the meetings.

Rule 32 When the meeting of the Remuneration and Appraisal 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.

Minutes and resolutions of the meetings of the Remuneration and Appraisal Committee shall clearly state the fact that interested Members are not counted in the quorum and that they do not vote.

The Board has the right to veto the remuneration plan or program proposed by the Remuneration and Appraisal Committee in violation of the provisions of the preceding paragraphs.

Rule 33 The Remuneration and Appraisal 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 a meeting, the Secretary to the Board and the person taking the minutes 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 shall be kept as records of the Company by the Secretary to the Board for a term of ten years.

Rule 34 The minutes of the meetings of the Remuneration and Appraisal Committee shall include the following contents:

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

(2) names of Members present at the meeting;

(3) agenda;

(4) summary of speeches given by attending Members;

(5) poll method and results for each resolution (the results of a poll shall clearly state the votes of affirmatives, negatives and abstentions).

Rule 35 Members shall sign the resolutions passed at the meetings of the Remuneration and Appraisal Committee and take the corresponding responsibilities. If a resolution of the meetings of the Remuneration and Appraisal 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 opposition 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 36 Any resolution passed or the results of a poll taken at a meeting of the Remuneration and Appraisal Committee shall be reported in writing to the Board of the Company.

Rule 37 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 authorisation.

CHAPTER 7 SUPPLEMENTARY PROVISIONS

Rule 38 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 39 These implementation rules should come into effect since the date of approval by the Board.

Rule 40 Any matters not specified in these implementation rules should be implemented in accordance with relevant laws, regulations, the relevant regulatory rules of the listing place, regulatory documents and the requirements of the Articles of Association. Should any of these Rules be found in conflict with relevant laws or regulations or regulatory documents or the relevant regulatory rules of the listing place issued later or in conflict with the relevant requirements of the Articles of Association amended through legal procedures, the relevant laws, regulations, regulatory documents, the relevant regulatory rules of the listing place and the requirements of the Articles of Association shall prevail.

Rule 41 These implementation rules shall be interpreted and amended by the Board.