SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED
銀建國際控股集團有限公司

TERMS OF REFERENCE OF

THE NOMINATION COMMITTEE

SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED
銀建國際控股集團有限公司

Terms of Reference of the Nomination Committee
(Revised on 30 December 2022 and effective on 1 January 2023)

Formation

1. The nomination committee ("the Committee") was formed pursuant to the board resolution of SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED ("the Company") passed on 15 February 2012. The constitution of the Committee shall comply with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited from time to time.

Composition and Quorum

2.

Duties

6. The duties of the Committee shall be:–

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

   (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 independence of independent non-executive directors;

   (d) 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; and

Reporting Procedures

7. The secretary or his representative shall circulate the minutes of the meetings and reports of the Committee to all members of the Board.