SILVER GRANT INTERNATIONAL
HOLDINGS GROUP LIMITED

TERMS OF REFERENCE OF
THE NOMINATION COMMITTEE

SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED

Terms of Reference of the Nomination Committee
(Revised on 31 December 2025 and effective on 1 January 2026)

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

2. The Committee shall be appointed by the board of directors of the Company amongst t executive directors and executive directors of the Company. A majority of the Committee members should be independent non-executive directors with at least one member of different gender. The chairman of the Committee shall be the chairman of the board or an independent non-executive director appointed by the board.

Members	:	The Committee shall consist of not less than two members
Quorum	:	2

3. The meetings and proceedings are governed by the provisions contained in the art association of the Company for regulating meetings and proceedings of directors.

4. The Committee is authorised by the board to investigate any activity within its terms reference. It is authorised to seek any information it requires from any employee a employees are directed to co-operate with any request made by the Committee.

5. The Committee is authorised by the board to obtain outside legal or other indep professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

6. The duties of the Committee shall be:

   (a) to review the structure, size and composition (including the skills, knowledge 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 bo 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 nominate directorships;

(c) to assess the independence of independent non-executive directors;

(d) to make recommendations to the board on the appointment and re-appointment of directors and succession planning for directors, in particular the chairman and the chief executive;

(e) to support the Company's regular evaluation of the Board's performance; and