

GOLDLION HOLDINGS LIMITED

NOMINATION POLICY

1. Objective

- 1.1 The Nomination Committee (the “NC”) shall nominate suitable candidates to the Board for it to consider and make recommendations to the shareholders for election as directors at the general meeting or for the Board to appoint as directors to fill casual vacancies.
- 1.2 This policy is set to provide the key selection criteria and procedures of the NC in making any such recommendations.

2. Selection Criteria

- 2.1 The NC has the discretion to nominate any person who it considers appropriate.
- 2.2 The followings factors would be taken into consideration by the NC in assessing the suitability of a candidate and are for reference only and are not meant to be exhaustive and conclusive:
 - Integrity and personal ethics
 - Qualification and extensive business experience
 - Ability to provide insights and practical intelligence based on experience and expertise
 - Commitment to enhancing shareholder value
 - Time devotion to effectively perform their duties
 - Ability to maintain a good working relationship with other members of the Board and senior management of the Group
 - Diversity in all aspects of the Board, including but not limited to race, gender, age, cultural and educational background, professional experience, skills and knowledge
- 2.3 Proposed candidates will be asked to submit the necessary personal information and their written consents regarding the appointment as directors and public disclosure of their personal information on any documents or on the relevant websites for the purpose of or in relation to their standing for election or other incidental events.
- 2.4 The NC may, if it considers appropriate, request the candidates to provide additional information and documents.

3. Nomination Procedures

- 3.1 Secretary of the NC shall call a meeting of the NC and invite nominations of candidates (if any) from the members of the Board for consideration by the NC prior to the meeting. The NC may also nominate candidates who have not been nominated by the members of the Board.
- 3.2 The NC shall make recommendations for the Board's consideration and approval if there are casual vacancies. For proposing candidates to stand for election at a general meeting, the NC shall make nominations to the Board for its consideration and recommendation.
- 3.3 The nominated persons cannot assume that they have been proposed by the Board to stand for election at the general meeting until the circular has been published.
- 3.4 A candidate can withdraw his candidature at any time before the general meeting by serving a notice in writing to the Company Secretary.
- 3.5 The Board shall have the final decision on all matters relating to the standing for election by its recommended candidates at the general meeting.

4. Confidentiality

- 4.1 Unless required by the law or any requirements of the regulatory authority, members of the NC or staff of the Company should not disclose any information to or entertain any enquiries from the public (as the case may be) with regard to any nomination or candidature before the publication of the circular.
- 4.2 Following the publication of the circular, the NC or Company Secretary may answer enquiries from the regulatory authorities or the public but confidential information regarding the nominations and candidates should not be disclosed.

May 2019