

Shenzhen Senior Technology Material Co., Ltd.

Terms of Reference of the Nomination Committee of the Board of Directors

CHAPTER 1 GENERAL PROVISIONS

Article 1 I (the "Company"),
S T M C., L. (the "Company"),
f D N C B f D f C , h C
f R f h C L f P , R f C h C
f C G f L h C , h R G h L f S f S
T S Ex h f H K L , h A f A f S h S
T M C., L. (the "Articles of Association")

Article 2 T N C f h B f D
h h B f D h f
f h C , h

CHAPTER 2 COMPOSITION

Article 3 T N C h
ff h () h
T f R f h h
S T S Ex h f H K L . h R G h L f

Article 4 M f h N C h
B f D , h B f D f f h , - h f
h h B f D .

Article 5 T N C h h f (), h h f h
C . T h h B f D h / h h

Article 6 T f ff f h N C h h f h B
f D . M f - h x f h .
h f f h N C f f h C
 , h B f D f R f C
f h T f R f .
C f h h h f h N A f
A , h C h - h x f h f

CHAPTER 3 RESPONSIBILITIES AND AUTHORITIES

Article 7

T_b N C f b f f

f

f B f D h f

: ,

$$(1) \quad \mathbf{f} \quad ;$$
$$(2) \quad \begin{array}{c} B \\ D \\ D \end{array} f D \quad \begin{array}{c} f h B \\ (\\ B h \\ h \end{array} \quad \begin{array}{c} f D h B \\ , \\ x \\ h B f D \end{array}, \quad \begin{array}{c} h \\ x \\ C \end{array}, \quad \begin{array}{c} h \\ h B f \\ h B f \end{array}$$

(3)

$$\begin{array}{c} \text{B} \\ \text{f} \\ \text{D} \end{array}, \quad \begin{array}{c} \text{B} \\ \text{f} \\ \text{D} \end{array};$$
$$(4) \quad \mathbf{h} \quad \mathbf{f} \quad ;$$
$$(5) \quad \mathbf{f} \in \mathcal{F}_h \quad \text{if and only if} \quad \mathbf{f} \in \mathcal{F}_B \quad \text{and} \quad \mathbf{f} \in \mathcal{F}_h, \quad \mathbf{f} \in \mathcal{F}_h;$$

(6) f ;

$$(7) \quad \dots \quad \mathbf{f}_{\mathbf{h} \mathbf{C}} \quad \mathbf{f}_{\mathbf{h} \mathbf{B}} \quad \mathbf{f}_{\mathbf{D}} \quad \mathbf{f} \quad ;$$
$$(8) \quad \begin{matrix} \mathbf{f} \\ \mathbf{h} \end{matrix} \begin{pmatrix} \mathbf{B} \\ \mathbf{D} \end{pmatrix} \begin{matrix} \mathbf{f} \\ \mathbf{h} \end{matrix} \mathbf{C} \quad , \quad \begin{matrix} \mathbf{f} \\ \mathbf{h} \end{matrix} \mathbf{A} \quad \begin{matrix} \mathbf{f} \\ \mathbf{h} \end{matrix} \mathbf{A} \quad \begin{matrix} \mathbf{f} \\ \mathbf{h} \end{matrix} \mathbf{f} \mathbf{h}$$
[illegible]

Article 8 T_h N C h B f D , h
 f h C h B f D f
 $\cdot$ $\boxtimes$ ∇ h ff f h N C h h f
 h f ,

CHAPTER 4 DECISION-MAKING PROCEDURES

Article 9 $T_h N C$, h , $h h$
 $h A f A$, h $f h C$, $f ff f h C$,
 h f f , $f f$, $f h$
 $h B f D f$.

Article 10 $T_h : f_h \rightarrow f_h$

- (1) $\frac{h}{C} N$, $\frac{C}{h} C$, h , f , h , f , h ;
- (2) h , N , $\frac{C}{h}$, $\frac{C}{h}$, x , $\frac{h}{f}$, f , h ;
- (3) $\frac{f}{f}$, h , x , f , h ;
- (4) h , $\frac{f}{h}$, h , h ; h , h ;
- (5) $\frac{f}{h}$, $\frac{f}{h}$, N , C , h , h , f , f , f ;
- (6) h , f , f , h , B , f , D ;
- (7) $\frac{h}{h}$, $\frac{f}{B}$, $\frac{f}{D}$, h , h , f , f ;

CHAPTER 5 RULES OF PROCEDURE

Article 11

N f h N C h
f , h M h f
f h N C . M h h
h) h / h h (

Article 12

M

f h N

- h f h C

h / h b h h f

h f h

b / b h f. I

f , h / h b

h

h f. E h

h -h f f h h

.

h / h

Article 13 M f h N C f h h S.
h f h x h ,
N C h f , h f h V h f h

Article 14  $f_h \in N$, C .

Article 15  $f, h^N - C, h^x$

Article 16 T_b , f

Article 17

M f N C , b
f h T b M B f D f h
C f f h

Article 18 R f_h B f_D f_h C f_h N C f_h

Article 19 M
f h f h

CHAPTER 6 SUPPLEMENTARY PROVISIONS

Article 20 T_h T f R f h ff h B f D

Article 21 A
h h A f A f h S , T f R f h
h h A f A . I h h T f R f
h f h S , ,
h f h A f A h h f
h f h S , ,
A f A h B f D f h T f R f h

Article 22 T_h h f f h T f R f h B f
D f h C .
B f D f S_h h S T h M C ., L .
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