



# 延長石油國際有限公司

YANCHANG PETROLEUM INTERNATIONAL LIMITED

香港聯合交易所上市公司 Listed on the Stock Exchange of Hong Kong Limited (Stock Code: 00346)

## NOMINATION POLICY

### 1. Purpose

- 1.1 This nomination policy (the “**Policy**”) sets out the key criteria and procedures for the nomination committee of the Company (the “**Nomination Committee**”) to select and recommend candidates for directorship of the Company, including appointment and re-appointment of the directors.
- 1.2 The Policy aims to ensure that the board of directors of the Company (the “**Board**”) has a suitable balance of skills, experience, knowledge and diversity of perspectives appropriate to the Company’s business and strategic objectives.
- 1.3 The ultimate responsibility for selection and appointment of directors rests with the entire Board.

### 2. Selection Criteria

- 2.1 In assessing the suitability of the proposed candidate, the Nomination Committee shall consider various factors including but not limited to the following:
  - a. character and integrity of the proposed candidate;
  - b. whether the proposed candidate is able to commit sufficient time and attention to the Company’s business;
  - c. potential contribution the proposed candidate can bring to the Board in terms of qualifications, skills, experience, independence and diversity of perspective;
  - d. diversity in all aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service;
  - e. compliance with the criteria of independence as prescribed under Rule 3.13 of the Listing Rules for the appointment of an independent non-executive director; and
  - f. any other relevant factors as may be determined by the Nomination Committee or the Board from time to time.



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## 3. Nomination Procedures

- 3.1 The Nomination Committee will identify suitable candidates through different recruitment channels, including referrals from directors, shareholders, management, business acquaintances, industry peers and external executive search firms.
- 3.2 In order to ensure a fair and open recruitment process, the Nomination Committee shall select the most suitable candidate to fill a Broad vacancy based on merit having regard to the balance of skills, knowledge and experience as well as the overall Board diversity.
- 3.3 The Secretary of the Nomination Committee shall convene a meeting to consider the proposed candidates.
- 3.4 In the case of appointment of new director, the Nomination Committee shall undertake adequate due diligence in respect of such individual, evaluate the candidate in accordance with the selection criteria set out in the Policy, and make recommendations for the Board's consideration and approval.
- 3.5 In the case of re-appointment of director, the Nomination Committee shall review the overall contribution to the Company of the retiring director as well as the selection criteria set out in the Policy. The Nomination Committee will then make recommendations to the Board for its consideration and recommendation, for the proposed candidate to stand for re-election at a general meeting.
- 3.6 For procedures regarding a candidate nominated by a shareholder to be elected as a director, please refer to the "Procedures for a Shareholder to Propose a Person for Election as a Director", which is available on the Company's website.

## 4. Monitoring and Review of the Policy

- 4.1 The Policy has been approved by the Board. In order to ensure the Policy remains relevant to the Company's needs and reflects current regulatory requirements and good corporate governance practice, the Nomination Committee will monitor and review the Policy and recommend revisions, if required, to the Board for consideration and approval.

## 5. Disclosure of the Policy

- 5.1 The Policy is available on the Company's website for public information.
- 5.2 A summary of the Policy will be disclosed in the Corporate Governance Report contained in the Company's annual report.

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