

SUNAC 融創服務
SUNAC SERVICES HOLDINGS LIMITED
融創服務控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 01516)
(hereafter the “Company”)

Terms of Reference of the Environmental, Social and Governance Committee

1. Members

- 1.1 The environmental, social and governance (the “**ESG**”) committee of the Company (the “**ESG Committee**”) shall be established by the board of directors of the Company (the “**Board**”).
- 1.2 Members (the “**Members**”) and the chairperson of the ESG Committee shall be appointed by the Board and shall consist of at least three Members.
- 1.3 If any Members no longer holds the directorship, he/she shall automatically lose his/her position as a committee Member.

2. Secretary

- 2.1 The company secretary or designated person of the Company shall act as the secretary of the ESG Committee.

3. Responsibility

- 3.1 The ESG Committee is responsible for supporting and assisting the Board in the management of the ESG matters.

4. Authority

- 4.1 The ESG Committee shall be provided with sufficient resources to perform its duties. The ESG Committee is authorised by the Board to consult the chairperson of the Board and/or the chief executive officer on the ESG matters of the Company. If necessary, the ESG Committee may also seek independent professional advice.
- 4.2 The ESG Committee is authorised by the Board to seek any information it requires from any employee of the Company on the ESG matters to perform its duties.

4.3 The ESG Committee may establish the ESG working group (the “**Working Group**”) as an executive team of the ESG Committee and the ESG Committee shall delegate specific tasks to the Working Group, including but not limited to discussing and formulating the ESG and climate-related objectives and working plans for relevant departments on ESG based on the ESG and climate-related strategies and guidelines, carrying out key work based on the ESG objectives and working plans and supervising the achievement of objectives, and carrying out ESG report data collection and preparation. The Working Group should comprise members from relevant departments of the Company that the ESG Committee considers appropriate and should be coordinated by designated person of the Working Group at its discretion.

5. Duties

- 5.1 Reviewing the ESG and climate-related policies and strategies of the Company to ensure compliance with the laws, regulations and standards;
- 5.2 Evaluating and sorting out the ESG and climate-related impact, risks and opportunities of the Company, making recommendations to the Board, and reporting to the Board on the ESG and climate-related material risks;
- 5.3 Understanding and assessing the expectations and demands of stakeholders such as investors and regulators, overseeing the process of incorporating the ESG and climate-related expectations and demands into the Company’s business decisions, and making recommendations to the Board;
- 5.4 Formulating the ESG and climate-related management objectives, strategies, policies and implementation directions of the Company, and making recommendations to the Board;
- 5.5 Reviewing the ESG and climate-related management and internal control systems of the Company, and making recommendations to the Board on its appropriateness and effectiveness;
- 5.6 Reviewing and supervising the objectives and implementation of the ESG and climate-related work of the Company, evaluating the work performance, ensuring the implementation of the ESG policies, and making recommendations to the Board;
- 5.7 Reviewing and supervising the ESG and climate-related special work plans of the Company, including but not limited to addressing climate change, health and safety, business ethics, labour management, etc., and authorising the responsible departments for special work to report to the Board on relevant work planning and implementation;
- 5.8 Reviewing the ESG and climate-related information disclosed by the Company, including but not limited to annual ESG reports, ESG-related policies disclosed to the public, etc., and making recommendations to the Board;
- 5.9 Supervising the Company’s expenses on the ESG work;
- 5.10 Other responsibilities authorised by the Board;

5.11 At the next meeting of the Board following a meeting of the ESG Committee, the chairperson of the ESG Committee shall report formally to the Board on its proceedings on all matters within its duties and responsibilities; and

5.12 The ESG Committee shall make whatever recommendations to the Board it deems appropriate on any area within its terms of reference where action or improvement is needed.

6. Frequency of Meetings

6.1 The ESG Committee should meet at least once a year. The chairperson of the ESG Committee may convene additional meetings at his discretion.

7. Attendance

7.1 The quorum of a meeting of the ESG Committee shall be two Members of the ESG Committee.

7.2 As necessary or desirable, the chairperson may request that members of management or other related parties be present at meeting of the ESG Committee. Other Board members shall also have the right of attendance.

7.3 Meetings of the ESG Committee can be held by way of telephone conference.

Dated: 28 December 2023