ENN Natural Gas Co., Ltd.

Rules of Procedure for the Audit Committee

ENN Natural Gas Co., Ltd.

Board of Directors

May 16, 2025

Chapter I General Provisions

Article 1 To strengthen the decision-making function of the Board of Directors, enhance the fairness, scientificity, and rationality of the Board of Directors in the business decision-making process, protect the legitimate rights and interests of ENN Natural Gas Co., Ltd. (hereinafter referred to as the "Company") and its shareholders, achieve pre-audit and professional audit, ensure the effective supervision of the Board of Directors over the management, and improve the corporate governance structure, in accordance with the "Company Law of the People's Republic of China", "Code of Corporate Governance for Listed Companies", "Listing Rules of Shanghai Stock Exchange", "Shanghai Stock Exchange Self-Regulatory Guidelines for Listed Companies No. 1 — Standardized Operation", "Shanghai Stock Exchange Self-Regulatory Guidelines for Listed Companies No. 5 — Trading and Related Party Transactions", the "Articles of Association of ENN Natural Gas Co., Ltd." (hereinafter referred to as the "Articles of Association") and other relevant regulations, the Company hereby establishes the Audit Committee of the Board of Directors and formulates these Rules of Procedure.

Article 2 The Audit Committee of the Board of Directors is a special working body established by the Board of Directors, primarily responsible for the communication, supervision, and verification of the Company's internal and external audits, as well as reviewing the objectivity, fairness, and reasonableness of related party transaction matters that the Company (including subsidiaries controlled by the Company, the same below) is required to submit to the Board of Directors or the Shareholders' Meeting for deliberation, and supervising and managing the implementation of related party transactions approved by the Board of Directors or the Shareholders' Meeting.

Chapter II Composition

Article 3 The Audit Committee shall consist of at least three members. Each member shall be a director who does not hold a senior management position in the Company. Independent directors shall constitute more than one-half, and at least one independent director among the members shall be an accounting professional.

Article 4 Members of the Audit Committee shall be nominated by the Chairman of the Board of Directors, one-half or more of the independent directors, or one-third of all directors, and shall be elected by the Board of Directors.

Article 5 The Audit Committee shall have one Chairperson (Convener), who shall be an accounting professional among the independent directors, responsible for presiding over the work of the Committee.

Article 6 The term of the Audit Committee shall be consistent with that of the Board of Directors. Members may be re-elected upon expiration of their terms. During the term, if a member no longer serves as a director of the Company, or a member who should possess the status of independent director no longer meets the independence requirements stipulated in the "Articles of Association" and the "Measures for the Administration of Independent Directors of Listed Companies", such member shall automatically lose membership, and the Committee shall fill the vacancy in accordance with Articles 3 to 5 of these Rules of Procedure. If a member resigns or the proportion of independent directors in the Committee fails to comply with relevant laws, regulations or the Articles of Association, the Company shall complete the by-election within 60 days to ensure that the composition of the Committee complies with the provisions of laws, regulations and the Articles of Association.

Article 7 The Audit Committee shall have an Audit Working Group as its daily administrative body, responsible for daily work liaison and meeting organization to assist the Committee in performing its duties.

Chapter III Duties and Powers

Article 8 The Audit Committee is responsible for reviewing the Company's financial information and its disclosure, supervising and evaluating internal and external audit work and internal controls. The following matters shall be submitted to the Board of Directors for deliberation after obtaining the consent of more than one-half of all members of the Audit Committee:

(1) Disclosure of financial information in financial accounting reports and periodic reports, and internal control evaluation reports;

(2) Engagement or dismissal of accounting firms undertaking the Company's audit business;

(3) Appointment or dismissal of the Company's chief financial officer;

(4) Changes in accounting policies or accounting estimates, or correction of material accounting errors for reasons other than changes in accounting standards;

(5) Other matters authorized by the Company's Board of Directors and other matters stipulated by relevant laws, regulations and the Articles of Association. When the Company engages or replaces an external audit institution, the Audit Committee of the Board of Directors shall form a review opinion and make a recommendation to the Board of Directors before the Board of Directors may deliberate the relevant proposal.

Article 9 The Audit Committee of the Board of Directors shall review the Company's financial accounting reports, provide opinions on the authenticity, accuracy and completeness of the financial accounting reports, focus on significant accounting and auditing issues in the Company's financial accounting reports, pay special attention to the possibility of fraud, misconduct and material misstatements related to financial accounting reports, and supervise the rectification of issues concerning financial accounting reports. The Audit Committee shall make recommendations to the Board of Directors on the engagement or replacement of external audit institutions, review the audit fees and engagement terms of external audit institutions, free from improper influence by the Company's major shareholders, actual controllers, or directors and senior management. The Audit Committee shall urge external audit institutions to act with integrity, diligence and responsibility, strictly comply with business rules and industry self-regulatory norms, strictly implement internal control systems, verify and validate the Company's financial accounting reports, fulfill the duty of special care, and prudently express professional opinions.

Article 10 The Audit Committee of the Board of Directors shall supervise and evaluate the internal audit

work and shall perform the following duties:

(1) Guide and supervise the establishment and implementation of the internal audit system;

(2) Review the Company's annual internal audit work plan;

(3) Urge the implementation of the Company's internal audit plan;

(4) Guide the effective operation of the internal audit department. The Company's internal audit department shall report its work to the Audit Committee, and all types of audit reports, rectification plans for audit issues, and rectification status submitted by the internal audit department to management shall be simultaneously submitted to the Audit Committee;

(5) Report to the Board of Directors on the progress and quality of internal audit work and major issues identified;

(6) Coordinate the relationship between the internal audit department and external audit entities such as accounting firms and national audit institutions.

Article 11 Unless otherwise provided by laws and regulations, the Audit Committee of the Board of Directors shall supervise the internal audit department to conduct inspections of the following matters at

least once every six months, issue inspection reports and submit them to the Audit Committee. If inspections reveal that the Company has engaged in illegal or non-compliant activities or irregular operations, the Audit Committee shall promptly report to the Stock Exchange:

(1) The implementation status of major events such as the use of the Company's raised funds, provision of guarantees, related party transactions, securities investment and derivatives trading, provision of financial assistance, purchase or sale of assets, and external investments;

(2) The Company's material fund transactions and fund transactions with directors, senior management, controlling shareholders, actual controllers and their related parties. The Audit Committee shall, based on the internal audit reports and relevant materials submitted by the internal audit department, issue a written evaluation opinion on the effectiveness of the Company's internal controls and report to the Board of Directors. If the Board of Directors or the Audit Committee determines that there are material deficiencies or material risks in the Company's internal controls, or if the sponsor or accounting firm indicates that there are material deficiencies in the effectiveness

of the Company's internal controls, the Board of Directors shall promptly report to the Stock Exchange and disclose the same. The Company shall disclose in its announcement the material deficiencies or material risks in internal controls, the consequences that have occurred or may occur, and the measures taken or proposed to be taken.

Article 12 The Audit Committee is accountable to the Board of Directors, and the Committee's proposals shall be submitted to the Board of Directors for deliberation and decision. Where the Audit Committee provides review opinions to the Board of Directors on matters within its scope of duties, and the Board of Directors does not adopt such opinions, the Company shall disclose the matter and fully explain the reasons.

Chapter IV Decision-Making Procedures

Article 13 The Audit Working Group shall be responsible for the preparatory work for the Audit Committee's deliberation, decision-making, review and supervision management, and shall provide the following written materials concerning the Company:

(1) Relevant financial reports of the Company;

(2) Reports from internal and external audit institutions;

(3) Written explanations and supporting materials regarding the necessity, objectivity, fairness and reasonableness of related party transactions;

(4) Other relevant materials required for the Audit Committee's deliberation (if any).

Article 14 The Audit Committee shall convene meetings to review the reports provided by the Audit Working Group and submit the relevant written resolution materials to the Board of Directors for discussion:

(1) Performance evaluation of external audit institutions, and engagement or replacement of external audit institutions;

(2) Whether the Company's internal audit system has been effectively implemented and whether the Company's financial reports are comprehensive and truthful;

(3) Whether the Company's externally disclosed financial reports and other information are objective and truthful;

(4) Whether related party transactions comply with the provisions of relevant laws and regulations

and the requirements of the Company's internal decision-making systems, and whether they comply with the principles of good faith, openness, fairness and impartiality;

(5) Other relevant materials.

Chapter V Rules of Procedure

Article 15 Audit Committee meetings shall be divided into regular meetings and extraordinary meetings.

The Audit Committee shall convene at least one meeting each quarter and may convene extraordinary meetings as needed. Extraordinary meetings may be convened when proposed by two or more members of the Audit Committee, or when the Chairperson of the Audit Committee deems it necessary. All members shall be notified three days prior to the convening of a meeting. Where circumstances are urgent and an Audit Committee meeting needs to be convened promptly, the meeting notice shall not be subject to the aforesaid time limit, provided that the convener shall provide an explanation at the meeting. Meetings shall be presided over by the Chairperson. Where the Chairperson is unable to attend, another member (independent director) may be delegated to preside.

Article 16 Audit Committee meetings may be held only when two-thirds or more of the members are present. Each member shall have one vote. Resolutions adopted at meetings must be approved by more than one-half of all members.

Article 17 Voting at Audit Committee meetings shall be conducted by show of hands, ballot voting, or telecommunication voting.

Article 18 Members of the Audit Working Group may attend Audit Committee meetings as non-voting participants. Where necessary, directors, senior management, and relevant professionals of the Company may also be invited to attend meetings.

Article 19 Where necessary, the Audit Committee may engage intermediary institutions to provide professional opinions for its decision-making, with expenses borne by the Company.

Article 20 The convening procedures, voting methods and proposals adopted at Audit Committee meetings must comply with the provisions of relevant laws and regulations, the Articles of Association and these Rules.

Article 21 Minutes shall be kept for Audit Committee meetings. Members attending the meetings shall sign the meeting minutes. Meeting minutes shall be kept by the Secretary of the Board of Directors of the Company for a period of 10 years.

Article 22 The proposals and voting results adopted at Audit Committee meetings shall be reported to the Board of Directors of the Company in written form.

Article 23 Members attending the meetings shall have a duty of confidentiality regarding the matters discussed at the meetings and shall not disclose, divulge relevant information without authorization or use such information for improper benefits.

Chapter VI Supplementary Provisions

Article 24 Matters not covered in these Rules of Procedure shall be governed by the relevant national laws, regulations and the Articles of Association. If these Rules of Procedure conflict with any subsequently promulgated national laws or regulations or with the Articles of Association as amended through legal procedures, the relevant national laws, regulations and the Articles of Association shall prevail, and these Rules shall be amended in a timely manner.

Article 25 The power of interpretation of these Rules of Procedure shall vest in the Board of Directors of the Company.

Article 26 These Rules of Procedure shall become effective and be implemented upon approval by the Board of Directors. The same shall apply to any amendments.