

ENN Natural Gas Co., Ltd.

Rules of Procedure for the Nomination Committee

ENN Natural Gas Co., Ltd.

Board of Directors

May 16, 2025

Chapter I General Provisions

Article 1 To standardize the selection of directors and senior management of the Company and improve

corporate governance, in accordance with the "Company Law of the People's Republic of China", "Code of Corporate Governance for Listed Companies", "Shanghai Stock Exchange Self-Regulatory Guidelines for Listed Companies No. 1 — Standardized Operation", 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 Nomination Committee of the Board of Directors and formulates these Rules of Procedure.

Article 2 The Nomination Committee of the Board of Directors is a special working body established by

the Board of Directors, primarily responsible for selecting and making recommendations on the candidates, selection criteria and procedures for directors and senior management of the Company.

Chapter II Composition

Article 3 The Nomination Committee shall consist of at least three members, and independent directors shall constitute more than one-half.

Article 4 Members of the Nomination 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 Nomination Committee shall have one Chairperson (Convener), who shall be an independent director, responsible for presiding over the work of the Committee. The Chairperson shall be elected from among the members and approved by the Board of Directors.

Article 6 The term of the Nomination 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.

Chapter III Duties and Powers

Article 7 The Nomination Committee is responsible for formulating the selection criteria and procedures

for directors and senior management, selecting and reviewing the candidates for directors and senior management and their qualifications, and making recommendations to the Board of Directors on the following matters:

- (1) Nomination or appointment and removal of directors;
- (2) Engagement or dismissal of senior management;
- (3) Other matters authorized by the Board of Directors and other matters stipulated by relevant laws, regulations and the Articles of Association.

Article 8 The Nomination 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 Board of

Directors does not adopt or fully adopt the recommendations of the Nomination Committee, it shall record

the Nomination Committee's opinions and the specific reasons for non-adoption in the Board resolution and make disclosure. A controlling shareholder shall, in the absence of sufficient reasons or reliable evidence, fully respect the recommendations of the Nomination Committee, failing which, it may not propose alternative candidates for directors or senior management.

Chapter IV Decision-Making Procedures

Article 9 The Nomination Committee shall, based on the provisions of relevant laws, regulations and the

Articles of Association and in light of the actual circumstances of the Company, study the eligibility conditions, selection procedures and terms of office for the Company's directors and senior management, form resolutions for filing and submit them to the Board of Directors for approval and implementation.

Article 10 The selection and appointment procedures for directors and senior management:

- (1) The Nomination Committee shall actively communicate with relevant departments of the Company to study the Company's needs for new directors and senior management and prepare written materials;
- (2) The Nomination Committee may broadly search for candidates for directors and senior management within the Company, within controlled (participated) enterprises, and in the talent market;
- (3) Collect information on the occupation, educational background, professional titles, detailed work experience, all concurrent positions, etc. of the initially selected candidates and prepare written materials;
- (4) Seek the consent of the nominees for the nomination, failing which they shall not be selected as candidates for directors or senior management;
- (5) Convene Nomination Committee meetings to conduct qualification reviews of the initially selected candidates based on the eligibility conditions for directors and senior management;
- (6) Make recommendations to the Board of Directors on the candidates for directors and newly appointed senior management along with relevant materials;
- (7) Carry out other follow-up work based on the Board of Directors' decisions and feedback.

Chapter V Rules of Procedure

Article 11 The Nomination Committee shall convene meetings based on actual circumstances each year

and shall notify all members three days prior to the convening of a 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. Where circumstances are urgent and a Nomination 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.

Article 12 Nomination 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. Members shall attend meetings in person. Where a member is unable to attend a meeting in person for any reason, such member shall review the meeting materials in advance, form a clear opinion, and authorize another member in writing to attend the meeting and exercise voting rights on their behalf. The authorization letter shall clearly specify the scope of authorization, term thereof, and clear intent (approval, objection, or abstention) on the meeting agenda items. Each member may accept authorization from a maximum of one member. Independent directors shall not delegate to non-independent directors. The member attending on behalf of another shall exercise rights within the scope of authorization.

Article 13 Voting at Nomination Committee meetings shall be conducted by show of hands, ballot voting, or telecommunication voting.

Article 14 Where necessary, the Nomination Committee may invite directors and other senior management of the Company to attend meetings as non-voting participants.

Article 15 Where necessary, the Nomination Committee may engage intermediary institutions to provide professional opinions for its decision-making, with expenses borne by the Company.

Article 16 The convening procedures, voting methods and proposals adopted at Nomination Committee meetings must comply with the provisions of relevant laws, regulations, the Articles of Association and these Rules.

Article 17 Minutes shall be kept for Nomination 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 18 The proposals and voting results adopted at Nomination Committee meetings shall be reported to the Board of Directors of the Company in written form. The Company shall, no later than the time of

issuing the notice of the Shareholders' Meeting for the election of independent directors, disclose the review opinions of the Nomination Committee.

Article 19 Members attending the meetings shall have a duty of confidentiality regarding the matters discussed at the meetings and shall not disclose relevant information without authorization.

Chapter VI Supplementary Provisions

Article 20 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.

Article 21 The power of interpretation of these Rules shall vest in the Board of Directors of the Company.

Article 22 These Rules of Procedure shall become effective and be implemented upon approval by the Board of Directors. The same shall apply to any amendments.