

ZHEJIANG SANHUA INTELLIGENT CONTROLS CO., LTD.

TERMS OF REFERENCE FOR THE STRATEGY MANAGEMENT AND ESG COMMITTEE OF THE BOARD OF DIRECTORS

Chapter I General Provisions

Article 1 This Terms of Reference is formulated in accordance with the provisions of the Company Law, the Securities Law, the Listing Rules, the Measures for the Sound Development of the Strategy Management of Listed Companies, the Measures for the Sound Development of the ESG Management of Listed Companies, and other relevant laws, regulations, and administrative measures, and the Articles of Association and the Regulations of the Company, to clarify the functions and responsibilities of the Strategy Management and ESG Committee of the Board of Directors, and to provide a basis for the operation of the Committee.

Article 2 The Strategy Management and ESG Committee of the Board of Directors is a specialized committee of the Board of Directors, responsible for the strategy management and ESG management of the Company.

Chapter II Composition of Members

Article 3 The Strategy Management and ESG Committee of the Board of Directors is composed of 3 to 5 members, including at least one independent non-executive director.

Article 4 The Strategy Management and ESG Committee of the Board of Directors is composed of the Chairman of the Board of Directors, the Chairman of the Strategy Management and ESG Committee, and other members.

Article 5 The Strategy Management and ESG Committee of the Board of Directors is responsible for the strategy management and ESG management of the Company.

Article 6

Chapter III Duties and Authority

Article 7 $\mathbf{h}_0, \mathbf{h}_1, \mathbf{h}_2, \dots, \mathbf{h}_n, \mathbf{h}_{n+1}, \dots, \mathbf{h}_\infty$ is a sequence of $\mathbf{h}_i$ such that $\mathbf{h}_i \in \mathbf{h}_{i-1} \cup \mathbf{h}_{i+1}$ for all $i \in \mathbb{N}$.

- (I)
- (II)
- (III)
- (IV)
- (V)
- (VI)
- (VII)
- (VIII)
- (IX)
- (X)

Article 8 $\mathbf{h} \in \mathbf{h}_{\mathbf{x}}$ $\mathbf{x} \in \mathbf{h}^g$ $\mathbf{x}_{-1} \in \mathbf{x}_{\mathbf{x}_{-1}} \in \mathbf{x}_{\mathbf{x}_{-1}}^g$ $\mathbf{x}_{-1} \in \mathbf{x}_{\mathbf{x}_{-1}} \in \mathbf{x}_{\mathbf{x}_{-1}}^g$ $\mathbf{x}_{-1} \in \mathbf{x}_{\mathbf{x}_{-1}} \in \mathbf{x}_{\mathbf{x}_{-1}}^g$

- (I) 
- (II) 
- (III) 
- (IV) 

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