

AID
LIFE SCIENCE
AID Life Science Holdings Limited
(滙友生命科學控股有限公司) *
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8088)

TERMS OF REFERENCE OF NOMINATION COMMITTEE

Membership

The nomination committee shall comprise a chairman and at least two other members, each of whom shall be appointed by the board. A majority of members shall be non-executive directors who are considered by the board to be independent. A quorum shall be two members, of whom at least one must be a non-executive director.

Frequency of meetings

Meetings shall be held whenever the chairman of the committee deems it necessary.

Chairmanship

The chairman of the committee will be appointed by the board.

Duties

1. To review the structure, size, diversity and composition (including the gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service) of the Board at least annually and make recommendation on any proposed changes to the Board to complement the Company's corporate strategy and with due regard to the board diversity policy of the Company (the "**Diversity Policy**").
2. To review the Board Diversity Policy, as appropriate, and make disclosure of its review results in the Company's corporate governance report annually.
3. To review and implement, as appropriate, the policy, criteria and procedure for the identification, selection and nomination of candidates for the role of directors (the "**Nomination Policy**").
4. To identify individuals suitably qualified to become Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships, having due regard to the Board Diversity Policy and the Nomination Policy.

* *For identification purpose only*

5. To assess the independence of independent non-executive directors by reference to the requirements and criteria under the Rules Governing the Listing of Securities on GEM of the Stock Exchange of Hong Kong Limited.
6. To make recommendations to the Board on the appointment or re-appointment of directors and succession planning for directors, in particular, the chairman and the chief executive.

Secretary

The company secretary shall act as secretary to the committee.

March 2019