



CSI  
PROPERTIES  
資本策略  
**CSI PROPERTIES LIMITED**  
資本策略地產有限公司\*

*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 497)  
(the “Company”)

## NOMINATION POLICY

### 1. Purpose

1.1 This Policy sets out the approach and procedures for the board of directors of the Company (the “Board”) to nominate and select of directors of the Company (the “Directors”), including the appointment of additional Directors, replacement of Directors, and re-election of Directors.

1.2 This Policy aims to ensure that the Board has a balance of skills, experience, knowledge and diversity of perspectives appropriate to the requirements of the Company’s business.

### 2. Nomination Criteria

The Nomination Committee shall consider a number of factors in making nominations, including but not limited to the following:-

2.1 Skills and Experience: The candidate should possess the skills, knowledge and experience which are relevant to the operations of the Company and its subsidiaries.

2.2 Commitment: The candidate should be able to devote sufficient time to attend board meetings and discharge of the duties of a director.

2.3 Independence: The candidate to be nominated as an independent non-executive director must satisfy the independence requirements under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

2.4 Reputation for integrity: The candidate should be a person of integrity, honesty, good repute and high professional standing.

The appointment of any proposed candidate to the Board or re-appointment of any existing member(s) of the Board shall be made in accordance with the Company’s Bye-laws and other applicable rules and regulations.

### **3. Nomination Procedures**

- 3.1 If the Nomination Committee determines that an additional or replacement director is required, the Committee may take such measures that it considers appropriate in connection with its identification and evaluation of a candidate.
- 3.2 Upon considering a candidate suitable for the directorship, the Nomination Committee will hold a meeting and/or by way of written resolutions to, if thought fit, approve the recommendation to the Board for consideration;
- 3.3 The Board may appoint the candidate(s) as director(s) to fill a casual vacancy(ies) or as an addition to the Board or recommend such candidate to shareholders for election or re-election (where appropriate) at the general meeting.
- 3.4 In case a candidate is proposed to be appointed or re-appointed as an independent non-executive director of the Company (the “INED Candidate”), the Nomination Committee should (i) assess the independence of the INED Candidate including but not limited to the criteria set out in Rule 3.13 of the Listing Rules; (ii) consider whether the INED Candidate will be able to devote sufficient time to the Board especially when the INED Candidate will be holding seventh (or more) listed company directorship; (iii) consider the perspective, skills and experience that the INED Candidate can bring to the Board; and (iv) consider how the INED Candidate contributes to diversity of the Board.

### **4. Monitoring and Reporting**

The Nomination Committee will disclose a summary of this Policy annually in the Corporate Governance Report and monitor the implementation of this Policy.

### **5. Review of this Policy**

The Nomination Committee will review this Policy, as appropriate, to ensure the effectiveness of this Policy. The Nomination Committee will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.