

Yihai Kerry Arawana Holdings Co., Ltd.
Working Rules of Sustainability Committee of Board of Directors

Chapter I General Provisions

Article 1 In order to ensure the sustainable, standardized and healthy development of Yihai Kerry Arawana Holdings Co., Ltd. (“the Company”), further improve the corporate governance structure, and develop and implement the Company's Environment, Social and Governance (“ESG”) policies, the Company hereby establishes the Sustainability Committee of the Board of Directors and formulates these Working Rules in accordance with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Governance Standards of Listed Companies and the Articles of Association of Yihai Kerry Arawana Holdings Co., Ltd. (“Articles of Association”) and other relevant normative documents.

Article 2 Being a special committee under the Board of Directors, the Sustainability Committee is mainly responsible for the analysis of the global economic and industrial situation, formulation of ESG strategy, identification of ESG related risks, assessment of ESG performance, and supervision of the implementation of ESG based on the actual status of the Company. The Sustainability Committee is accountable to and reports to the Board of Directors.

Article 3 The Company shall provide necessary working conditions for the Sustainability Committee, and designate persons or organizations to undertake the liaison, meeting organization, material preparation, file management and other daily work of the Sustainability Committee. The executive body and relevant departments of the Company shall cooperate with the Sustainability Committee in performing its duties.

Chapter II Members

Article 4 The Sustainability Committee shall meet the following conditions:

1. The Sustainability Committee shall have 3 or more members appointed by the Board of Directors from among the directors;
2. The Sustainability Committee shall have a Chairman appointed by the Board of Directors and responsible for the work of the Sustainability Committee;
3. The Board of Directors of the Company may evaluate the performance of the members of the Sustainability Committee, and replace, if necessary, those that are inappropriate for their offices;
4. The term of office of members of the Sustainability Committee is the same as that of members of the Board of Directors, and the members may be reelected

and reappointed. Any member who ceases to be a director of the Company shall automatically be disqualified from membership, and the vacancy shall be made up by the Board of Directors in accordance with the above provisions.

Chapter III Duties and Powers

Article 5 The main objective of the Sustainability Committee is to facilitate the sustainability of the Company by improving the quality of ESG work in the strategic management of the Company, so as to promote the overall value of the Company.

Article 6 Duties of the Sustainability Committee include:

1. Tracking the ESG trend to ensure an up-to-date position and performance on and compliance with applicable legal, regulatory and international standards of sustainability issues of the Company;
2. Studying, analyzing and assessing the risk of the sustainability and ESG related issues of the Company, and establishing the ESG vision, strategy and structure of the Company;
3. Reviewing and approving ESG development goals and KPIs, monitoring the progress of ESG goals, and putting forward recommendations based on the results of ESG implementation and the achievement of performance objectives;
4. Supervising the operation of ESG system of each business sector of the Company, reviewing and checking the impact of the Company's business on the environment and society, actively responding to emerging sustainability issues, and putting forward recommendations and proposals to the Board of Directors on improving the Company's sustainability performance;
5. Regularly reporting ESG related work to the Board of Directors, giving timely feedback on the progress of ESG work, internal and external stakeholders' concerns about the Company, and putting forward recommendations on improving ESG management of the Company;
6. Reviewing the annual ESG report of the Company for the consideration, approval and disclosure by the Board of Directors;
7. Studying and putting forward recommendations on other major issues affecting the sustainability of the Company;
8. Other matters authorized by the Board of Directors and involved in relevant laws and regulations.

Chapter IV Working Procedure

Article 7 The Sustainability Department of the Company, as the routine agency of the Sustainability Committee, is responsible for the preparatory work of the meetings of the Sustainability Committee and providing relevant information of the Company, including but not limited to:

1. Completion of the Company's ESG related work and goals;

2. Formulation and implementation of the Company's ESG policies;
3. The Company's ESG related management and internal supervision;
4. The Company's ESG related risk and opportunity assessment;
5. The Company's ESG information disclosure;
6. Other relevant information.

Article 8 The Sustainability Committee shall review the status on the Company's ESG development.

Chapter V Rules of Procedure

Article 9 The Sustainability Committee shall meet at least once a year and notify all members three days in advance of the meeting. The meeting shall be chaired by the Chairman of the Sustainability Committee or, in the absence of the Chairman, a member of the Sustainability Committee.

Article 10 Meetings of the Sustainability Committee may not be held unless at least two-thirds of the members are present.

Article 11 Other directors, supervisors, senior executives and other consultants may be invited to attend meetings of the Sustainability Committee, who shall have the right to speak but not the right to vote.

Article 12 Meetings of the Sustainability Committee may be held in person or by communication. Voting at the meeting shall be by a show of hands or by poll, and each member shall have one vote. Resolutions adopted at the meeting must be adopted by more than half of all the members of the Sustainability Committee.

Article 13 Meetings of the Commission for Sustainable Development shall maintain meeting minutes, which shall be signed by the members attending the meetings, and kept by the Secretary of the Board of Directors or the Securities Representative of the Company.

Article 14 Members participating in the meetings and parties attending the meetings shall keep confidential the matters discussed at the meeting and shall not disclose relevant information without authorization.

Article 15 The convening procedures, voting methods and proposals adopted by the meetings of the Sustainability Committee must comply with relevant laws, regulations, the Articles of Association and these Working Rules.

Article 16 The Company shall provide adequate resources to the Sustainability Committee for performing its duties. In performing its duties, the Sustainability Committee

may, if necessary, engage intermediaries to provide professional advice for its decision-making at the Company's expense.

Chapter VI Supplementary Provisions

- Article 17** Matters not covered in these Working Rules shall be governed by relevant laws and regulations, the listing rules of the place where the Company's shares are listed and relevant provisions of the Articles of Association. If relevant provisions of these Working Rules are in conflict with relevant laws and regulations, the listing rules of the place where the Company's shares are listed as well as the Articles of Association of the Company issued or amended in the future, then such laws and regulations, listing rules and Articles of Association issued or amended in the future shall prevail.
- Article 18** In these Working Rules, the term “More than” includes the number itself.
- Article 19** These Working Rules shall come into force as of the date of adoption by the Board of Directors of the Company.
- Article 20** These Working Rules shall be revised and interpreted by the Board of Directors of the Company.

Yihai Kerry Arawana Holdings Co., Ltd.
November 18, 2021