



# ANTA Sports Products Limited

## 安踏體育用品有限公司

### Director Nomination Policy

#### **Effective date of this Policy:**

Revised by the Board on 30 December 2022 and effective on 30 December 2022.

#### **1 Purpose**

- 1.1 This Policy is to ensure that the Board has a balance of skills, experience and diversity of perspective relevant to the Group's business.

#### **2 Responsibility**

- 2.1 The Nomination Committee shall nominate suitable candidates to the Board for it to (i) consider and make recommendations to the Shareholders for election of Directors at general meetings, or (ii) appoint as Directors by the Board to fill casual vacancies or as additions to the existing Board.
- 2.2 The Nomination Committee may nominate such number of candidates as it considers appropriate to (i) be appointed or re-appointed as Directors at a general meeting, or (ii) fill the casual vacancies or otherwise serve as new members of the existing Board.
- 2.3 The ultimate responsibility for selection, recommendation and appointment of Directors shall rest with the entire Board. The Board shall have the final decision on all matters relating to its recommendation of candidates to stand for election of Directors at any general meeting.
- 2.4 The Nomination Committee shall follow the selection criteria and nomination procedures below for the selection, appointment and re-appointment of Directors.

### **3 Selection Criteria**

3.1 The factors listed below would be used as reference by the Nomination Committee in assessing the suitability of a proposed candidate:

- (1) integrity;
- (2) qualification and experience in sportswear industry and/or business strategy, management, legal and financial aspects;
- (3) ability to assist the Board in effective performance of the responsibilities;
- (4) the perspectives and skills that the proposed candidate is expected to bring to the Board;
- (5) commitment in respect of available time and relevant interest;
- (6) diversity in all its aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service; and
- (7) in the case of selection for independent non-executive Directors, the independence of the proposed candidate.

These factors are for reference only, and not meant to be exhaustive and decisive. The Nomination Committee has the discretion to nominate any person, as it considers appropriate.

3.2 Proposed candidates will be asked to submit the necessary personal information in a prescribed form, together with their written consent to be appointed as a Director and to the public disclosure of their personal data on any documents or the relevant websites for the purpose of or in relation to their standing for election as a Director.

3.3 The Nomination Committee may request candidates to provide additional information and documents, if considered necessary.

### **4 Nomination Procedures**

4.1 The secretary of the Nomination Committee shall call a meeting of the Nomination Committee and invite nominations of candidates from Board members (if any) for consideration by the Nomination Committee prior to its meeting. Alternatively, such nomination may be approved by the Nomination Committee by way of written resolutions.

- 4.2 For filling a casual vacancy or addition to the existing Board, the Nomination Committee shall recommend candidate(s) for the Board's consideration and approval. For proposing candidates to stand for election of Directors at a general meeting, the Nomination Committee shall make nominations to the Board for its consideration and recommendation.
- 4.3 Unless otherwise prescribed in the circular despatched to the Shareholders, the nominated persons shall not assume that they have been recommended by the Board to stand for election of Directors at the general meeting contemplated by such circular.
- 4.4 Subject to and pursuant to the articles of association of the Company, any one or more Shareholders can serve a notice of its intention to propose a resolution to elect certain person (other than the Shareholders serving such notice) as a Director, without the Board's recommendation or the Nomination Committee's nomination.
- 4.5 The re-appointment of a long serving independent non-executive Director (e.g. an independent non-executive Director who has continuously served for more than nine years) at annual general meeting of the Company shall be subject to any other requirements that may be required by the Listing Rules from time to time.

## **5 Confidentiality**

- 5.1 Unless required by any law or regulatory authority, under no circumstances shall a member of the Nomination Committee or an employee of the Group disclose any information to or entertain any enquiries from the public (as the case may be) with regard to any nomination or candidate before the circular to Shareholders is issued. Following the issue of the relevant circular, the Nomination Committee, the company secretary of the Company or other employees of the Group approved by the Nomination Committee may answer enquiries from the regulatory authorities or the public but confidential information regarding nominations and candidates should not be disclosed.

## **6 Review of this Policy**

- 6.1 The Nomination Committee shall regularly review the implementation and effectiveness of this Policy to ensure that this Policy remains relevant to the Company's needs and reflects both current regulatory requirements and good corporate governance practice, and shall also discuss and consider any revisions that may be required.

## **7 Disclosure of this Policy**

- 7.1 Full text of this Policy will be published on the Company's website. A summary of this Policy will be disclosed in the corporate governance report as a part of the Company's annual report.

## 8 Definitions

8.1 In this Policy, the following expressions shall have the meanings set out below unless the context requires otherwise:

“ <b>Board</b> ”	means the board of directors of the Company
“ <b>Company</b> ”	means ANTA Sports Products Limited
“ <b>Director(s)</b> ”	means the director(s) of the Company
“ <b>Group</b> ”	means the Company and its subsidiaries
“ <b>Listing Rules</b> ”	means the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“ <b>Nomination Committee</b> ”	means the nomination committee of the Company
“ <b>Policy</b> ”	means this director nomination policy
“ <b>Shareholder(s)</b> ”	means the shareholder(s) of the Company

## 9 Language

9.1 If there is any inconsistency between the English and Chinese versions of this Policy, the English version shall prevail.