



SAN MIGUEL BREWERY HONG KONG LTD.

香港生力啤酒廠有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 236)

NOMINATION POLICY

(approved by the Board on 27 October 2025)

1. PURPOSE

- 1.1 San Miguel Brewery Hong Kong Limited (the “Company”) is committed to ensure that the Board comprises individuals who are best able to discharge the responsibilities of directors and has the appropriate mix of competence, skills, experience, expertise and diversity relevant to the Company’s business, industry and strategic objectives.
- 1.2 This Policy sets out the key principles, process and procedures which the Company adopts for the nomination and selection of the members of the board of directors of the Company (the “Board”).

2. ROLE OF THE NOMINATION COMMITTEE

- 2.1 The Nomination Committee is delegated by the Board to identify and assess individuals suitably qualified to become Board members, and nominate or make recommendations to the Board on the appointments or re-appointments for directorship in the Company.
- 2.2 The ultimate responsibility for the appointment of directors, outside of the Company’s general meetings, rests with the Board.

3. NOMINATION PROCESS

- 3.1 Identification of Candidates
 - (i) The Nomination Committee shall utilize different channels for identifying suitable candidates, including referral, invitation, external recruitment or any other channels that it deems appropriate.
- 3.2 Appointment of New Director
 - (i) The Nomination Committee shall review the background and qualifications of the candidates (including their independence in the case of candidates for independent non-executive directors), and thereafter, determine and consider whether the candidates possess the qualifications to discharge the responsibilities of directors.

- (ii) The Nomination Committee shall report its recommendation to the Board for its consideration and approval (as appropriate).

3.3 Re-election of Directors

- (i) For the directors who retire by rotation in accordance with the Company's Articles of Association at an annual general meeting and, being eligible, offer themselves for re-election, the Nomination Committee shall consider and determine if the retiring directors continue to possess the qualifications to discharge the responsibilities of directors (and their continuing independence and compliance with applicable term limits requirements under relevant rules and regulations for re-election as independent non-executive directors).
- (ii) The Nomination Committee shall report its recommendation to the Board for its consideration and approval (as appropriate).

3.4 Nomination from Shareholders

The nomination procedures for candidates for directorship by shareholders are set out in the "Procedure for Shareholders to Propose Candidate(s) for Election as Director(s)" which is available on the website of the Company.

4. SELECTION CRITERIA

- 4.1 In identifying suitable individuals and making recommendations for nominations pursuant to the role and responsibility of the Company's Nomination Committee (as set out in this Policy and in the Terms of Reference of the Nomination Committee), the Nomination Committee shall consider the following factors and such other factors which it may consider appropriate:
 - (i) the candidate's qualifications, abilities, experience and expertise that would enable them to effectively fulfill their roles and responsibilities as directors of the Company, with due regard to the appropriate mix of competence, skills, experience and diversity of perspectives, and a collective working knowledge, experience and expertise relevant and appropriate to the Company's business and industry;
 - (ii) the current structure, size, composition, skills matrix, diversity profile and needs of the Board, including a balanced composition of executive and non-executive directors of sufficient calibre and number so as to establish a strong independent element on the Board to effectively exercise independent judgment;
 - (iii) other information that may be used by the Company in assessing the suitability of a candidate, including reputation for integrity, accomplishments, stature, and commitment as to time and interest;

- (iv) the Board Diversity Policy of the Company as amended from time to time; and
- (v) independence for candidates for independent non-executive directors, in reference to the requirements of applicable law, rules and regulations.

5. REVIEW AND AMENDMENT

This Nomination Policy shall be subject to the review by the Nomination Committee at any time, or as may be necessary in accordance with the needs of the Company, or as may be required by applicable laws, rules and regulations. The Nomination Committee shall make recommendations on any proposed revisions to the Board for its consideration and approval, as appropriate.

6. DISCLOSURE AND PUBLICATION

- 6.1 This Nomination Policy is available on the Company's website at *info.sanmiguel.com.hk* for public information.
- 6.2 A summary of this Nomination Policy, including the nomination procedures and the process and criteria adopted by the Nomination Committee to select and recommend candidates for directorship during the year, will be disclosed in the Corporate Governance Report of the Company.