



ENN Natural Gas Co., Ltd.

(Stock Code: 600803)

Rules of Procedure for the Strategic Committee of the Board of Directors

Chapter I General Provisions

Article 1 To adapt to the strategic development needs of the Company, enhance the Company's core competitiveness, determine the Company's development plan, improve the investment decision-making process, strengthen the scientific nature of decision-making, improve the benefits and quality of major investment decisions, and perfect the Company's governance structure, in accordance with the "Company Law of the People's Republic of China", "Corporate Governance Standards for Listed Companies", "ENN Natural Gas Articles of Association" (hereinafter referred to as "Articles of Association") and other relevant regulations, the Company specifically establishes the Strategic Committee and formulates these meeting Rules of Procedure.

Article 2 The Strategic Committee is a specialized working body established by the Board of Directors, mainly responsible for researching the Company's long-term development strategy and major investment decisions and making recommendations.

Chapter II Personnel Composition

Article 3 The Strategic Committee is composed of at least five directors of the Company.

Article 4 The members of the Strategic Committee are nominated by the chairman of the board, more than half of the independent directors, or one-third of all directors, and are elected by the Board of Directors.

Article 5 The Strategic Committee has one chairman (convener), and it is recommended that the chairman of the Company serve as the chairman.

Article 6 The term of the Strategic Committee is consistent with the term of the Board of Directors. When the term of a member expires, they can⁶⁷ be re-elected. If a

member no longer serves as a director of the Company during the term, they automatically lose their membership, and the committee will supplement the number of members according to the provisions of Articles 3 to 5 of these Rules of Procedure.

Article 7 The Strategic Committee has a Strategy and Investment Review Working Group, which is responsible for daily work liaison and meeting organization. The members of the working group do not need to be members of the Strategic Committee.

Chapter III Duties and Powers

Article 8 The main duties and powers of the Strategic Committee are:

1. To study and propose suggestions on the Company's long-term development strategic planning;
2. To study and propose suggestions on major investment and financing schemes that must be approved by the Board of Directors as stipulated in the "Articles of Association";
3. To study and propose suggestions on major capital operations and asset management projects that must be approved by the Board of Directors as stipulated in the "Articles of Association";
4. To study and propose suggestions on other major matters affecting the development of the Company;
5. To inspect the implementation of the above matters;
6. Other matters authorized by the Board of Directors.

Article 9 The Strategic Committee is responsible to the Board of Directors, and the proposals of the committee are submitted to the Board of Directors for deliberation and decision

Chapter IV Decision-making Procedure

Article 10 The Strategy and Investment Review Working Group is responsible for the preliminary preparation of the Strategic Committee's decision-making and provides relevant information about the Company:

1. The heads of relevant departments of the Company or holding (shareholding) enterprises shall report information such as the intention, preliminary feasibility report, and basic situation of the partners of major investment financing, capital operation, and asset management projects;
2. The Strategy and Investment Review Working Group conducts a preliminary review, issues a project initiation opinion letter, and reports to the Strategic Committee for the record;
3. The relevant departments of the Company or holding (shareholding) enterprises negotiate and report to the Strategy and Investment Review Working Group on agreements, contracts, articles of association, and feasibility reports, etc.;
4. The Strategy and Investment Review Working Group conducts a review, issues a written opinion, and submits a formal proposal to the Strategic Committee.

Article 11 The Strategic Committee convenes a meeting based on the proposal of the Strategy and Investment Review Working Group, discusses the relevant matters, submits the discussion results to the Board of Directors, and feeds back to the Strategy and Investment Review Working Group.

Chapter V Rules of Procedure

Article 12 The Strategic Committee holds meetings as needed annually and notifies all members two days before the meeting. The meeting is chaired by the chairman. If the chairman cannot attend, he can delegate another member to preside.

Article 13 The Strategic Committee meeting can only be held if more than two-thirds of the members are present. Each member has one vote. The resolutions made at the meeting must be passed by more than half of all members.

Article 14 The voting method at the Strategic Committee meeting is by show of hands or voting. Temporary meetings can be held by correspondence voting.

Article 15 Members of the Strategy and Investment Review Working Group can attend the Strategic Committee meetings, and if necessary, directors, supervisors, and other senior management personnel of the Company can also be invited to attend the meeting.

Article 16 If necessary, the Strategic Committee can hire intermediary agencies to

provide professional opinions for its decision-making, and the cost is borne by the Company.

Article 17 The convening procedure, voting method, and resolutions passed at the Strategic Committee meeting must comply with relevant laws, regulations, the “Articles of Association”, and the provisions of these procedure.

Article 18 There should be records of the Strategic Committee meetings, and the members attending the meeting should sign the meeting records. The meeting records are kept by the secretary of the Company’s Board of Directors.

Article 19 The resolutions and voting results passed at the Strategic Committee meeting should be reported to the Company’s Board of Directors in writing.

Article 20 All members attending the meeting have an obligation to keep confidential with the matters discussed at the meeting and can not disclose relevant information without authorization.

Chapter VI Appendix

Article 20 Matters not covered by this Rules of Procedure shall be implemented in accordance with relevant national laws, regulations, normative documents, and relevant provisions of the “Articles of Association”. If this procedure is inconsistent with relevant laws, regulations, normative documents, and provisions of the “Articles of Association”, the provisions of relevant laws, regulations, normative documents, and the “Articles of Association” shall prevail, and immediate revisions shall be made and submitted to the Board of Directors for review and approval.

Article 21 The revision and interpretation of this procedure shall be the responsibility of the Company’s Board of Directors.

Article 22 This procedure takes effect from the date of approval by the Company’s Board of Directors, and the same applies to revisions.

ENN Natural Gas Co., Ltd.

Board of Directors

December 8, 2023