

HEBEI CONSTRUCTION GROUP CORPORATION LIMITED

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(stock code: 1727)

TERMS OF REFERENCE OF THE REMUNERATION AND APPRAISAL COMMITTEE UNDER THE BOARD OF DIRECTORS OF HEBEI CONSTRUCTION GROUP CORPORATION LIMITED

Chapter 1 General Provisions

- A 2 T, C a a , ba a a b a , a a a a a a a a a a , C a , a a a , a a a a , a a a , C a .
- A 3 T, C , a b a ab a , b a .
- A 4 T, , a , C a, , aa , , , , , , , , , a a, a , ba a b , ba a , aa a , A .

Chapter 2 Composition and Executive Body of the Committee

A 5 T, C ,a ,a, ,a, ,a, b

- A 6 T, C , a, a a, a a a , a b a . . T, , a a , C , a b a b , a a , b a a a a a , b a .
- A 7 T, , C , a b , a a , b a , a , a C b , a b , a a , /, a a . C b a b - , . . . A b , C , a , a , a b a b , , /, a , C a . A b , a b , a , /, , , a a , , /, , a b a a , , a , a , , A , T .
- A 8 AC b a ,/, a ,ba ,/, b a a a, a a a a , bb, ,a ,ba .I, b b ab, ba , , ba b,a ,/, ,a a b ,ba a .
- A 9 T,C bab ,a , b, ,a a ,ba a a b ,ba .
- A 10 A b , C a a , b , , a , , b a , , , , , , , , C a
- A 11 I, b, C b a b, b a ,, , b a , a a ,, a a a ,, T.
- A 12 W,, a , , , ba , , , a a , C a , a a a , b , C a a a b , C .

Chapter 3 Responsibilities of the Committee

- A 13 T, a b , C :
 - (1) a a , b a a , a a a , a a a , C a a , ab , a a a a , C a a ;

- (2) , a a a a a a a a , b , , a a a (a a a ab a , a), a a a , b a , a), a a a , b a , a , .T, a b b, C a a a a , aa a b a ab a , a b , a a a a , b , b a a ;
- (3) a aa a a , a aa , a aa , a aa , a a a , a a a , a a a a a a a a a a a a a a a b ;
- (4) a a , a -ba a a a b a , a b a b , b a ;
- (5) a a a , a a ab a , a a a a a a , a , a a a , a a a b a a , a, a a , a a a ab a a MCID 81 b

A 14 R b , ,a a , C :

- (4) , , C , b a ;
- (5) , a b, a a a , a a a , a , , C a , , a , H K L R , , T a b , b a .
- A 15 Ma b a C b :
 - (1) a , C a , a , a , a , a , a
 - (2) a a , , C ;
 - (3) a b a , C a, a a, a ba , , a a a , a a , a , /, b ;
 - (4) a, b, C aa, a, aa b, C, aaaa, /, ,, a, aa, baaa, , Ca, ,/, aa, a b;
 - (5) a a ,a ,/, ,a a a ,/, b ;
 - (6) , a b, a a a, a a a , a , C a , , a , H K L R , , T a b , b a .

(3)		а	a a	ab,	а	a a	;
(4)	a Ca.	•	a	a -ba	a	a a	,

Chapter 4 Meetings of the Committee

А	17	М	, C	aba	a a	a a	a .
A	18	Τ, C	,a,a ,ab	a a b	a , a b	a,a , , ·	,
А	19	Т , С а	a , , ,a a	a a , C	a ,a	, a.Ia a	, a ,

- , a , , :
- (1) a a a b , b a ;
- (2) a a a b , , a a , C ;
- (3) , b b , C .
- Τ, Α , C 20 b ,a a , ÷ Ċ b a b a a a a a a (a 5 ,a ,a a a a a a ,). T a ,a a a a a a a a a a a , a a a a
- , a C Α 21 U b ,a a a b a a (a a a , y. ÷. į,) a a а. a
- , C Α . I a 22 A b ,a a b ab ,a, b b a b a a , ÷ , C b a a a , a a ,/, b ,a .S a a a a a . 5 į, Ea , b a a b a ÷ ,/,b,a.W,a b a b ,a b ,/,b,a, ,a, a.Ia b a a a , 5 a ,a, b a

- A 28 T, C a , aa ba a , C a, a , a, aa a , a , .S, b , a aa aba a a ba C b.
- A 29 W, a, C a, a ab, ba , aa a a aa. Aaab , abb b, Ca.
- A 30 I a b , C a a b b , C , , b , a b , a , a .
- A 31 A a , C , a a a a , a , a , a .

Chapter 6 Minutes and Summary of the Committee Meetings

- ,aba,C,,,abab, ,Ca,aa,a: Α 32 Μ b ab,,a,aa,,aa,; (1) a a a ab b b ; (2)aa aa; (3) a , ; (4) a (5) a ab C ba aa; a , a , ; (6) a b (a), , , , ab a. (7) ab . AC ba, a, .
- A 33 A a, , C , , b , C , a a a a , a a , .C , a , a b b , b a , C a a a C b , a , b a , , , a a , C a a , a a a a .
- A 34 M , a, , , b, C a, a a, , , , b , a a, a .

Chapter 7 Supplementary Provisions

- A 36 F a a , T , , a a , a a , a a a a , a , a a a , a , , C a , , a , H K L R , , A a a a a a a a , T b , , a , a a a a a a , a a a , a , , C a , , a , H K L R , a , A , a , , C a , , a , H K L R , a , A , a , , C a , , a , H K L R , a , A , a a . A , T , a b a , , a b , b a a a a.
- A 38 T, , a a a a , T , a b , b a , C a .
- A 39 T, T a a a ab b, C, a E, I a a, , C, , a a.