



Universal Scientific Industrial (Shanghai) Co., Ltd.
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Universal Scientific Industrial (Shanghai) Co., Ltd.
Rules of Procedures of Strategy and Sustainability Committee
of the Board of Directors

Chapter 1 General Provisions

Article 1 To meet the needs of the Universal Scientific Industrial (Shanghai) Co., Ltd. (hereinafter referred to as “the Company”)’s strategic planning and sustainable development, enhance the Company's core competitiveness, determine the Company's development strategy, improve the investment decision-making process, strengthen scientific decision-making, enhance the effectiveness and quality of decision-making in respect of major investments and sustainable development, and improve the Company's governance structure, the Company hereby establishes the Strategy and Sustainability Committee of the Board of Directors and formulates these Rules of procedures in accordance with the Rules Governing the Listing of Stocks on Shanghai Stock Exchange, Administrative Measures for Independent Directors of Listed Companies, Guidelines No. 1 of the Shanghai Stock Exchange for the Self-regulation of Listed Companies - Standard Operation, and the Articles of Association of Universal Scientific Industrial (Shanghai) Co., Ltd. (hereinafter referred to as the Articles of Association).

Article 2 The Strategy and Sustainability Committee is a special committee that is set up under the Board of Directors, mainly in charge of deliberating and advising on the Company's long-term development strategy, including major investment and financing decisions, sustainability enhancement in terms of Environmental, Social and Governance (ESG), and Information Security. The Strategy and Sustainability Committee reports to the Board of Directors.

Chapter 2 Composition

Article 3 The Strategy and Sustainability Committee membership consists of 5-7 directors.

Article 4 The members of the Strategy and Sustainability Committee shall be nominated by the



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Chairman of the Board, more than one half of the independent directors or more than one-third of all the directors, and shall be elected by the Board of Directors.

Article 5 The Strategy and Sustainability Committee shall have a chairman (convenor), who shall be the Chairman of the Company.

Article 6 The term of office of the members of the Strategy and Sustainability Committee shall be the same as that of the Board of Directors. Upon expiration of their term of office, the members may be re-elected. During this period, any member who ceases to hold the post of director of the Company shall automatically lose his or her qualification as a member, and the Committee shall make up the number of members in accordance with the provisions of Articles 3 to 5 above.

Chapter 3 Roles and Responsibilities

Article 7 The Strategy and Sustainability Committee has the following roles and responsibilities:

- (1) Discuss, deliberate and advise on the Company's long-term development strategy and strategic planning, including enhancements in ESG performance;
- (2) Evaluate the Company's sustainable development strategies and goals formulated by the USI Sustainability Committee and supervise the improvement of ESG implementation;
- (3) Oversee the information security strategy established by the Information Security Committee, assess the effectiveness of risk management and compliance implementation, and drive ongoing improvements.
- (4) Review the Company's sustainability reports;
- (5) Deliberate and advise on major investment and financing decisions;
- (6) Deliberate and advise on other major issues affecting the development of the Company;
- (7) Other matters related to the development strategy authorized by the Board of Directors

Article 8 When the Company makes major investment and financing decisions, members of the



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Strategy and Sustainability Committee may request relevant departments to provide information for them to study and put forward suggestions, including but not limited to:

- (1) Information on major investment and financing, capital operations, intent for major cooperation projects, feasibility reports, and basic information of partners;
- (2) Due diligence report or project evaluation report, professional report issued by a third party;
- (3) Main contents of major investment agreement.

Chapter 4 Procedural Rules

Article 9 The Strategy and Sustainability Committee shall hold at least one regular meeting in each fiscal year. The meeting shall be convened by members of the Strategy and Sustainability Committee. The meeting notice shall be sent five days before the meeting orally, by telephone, email, fax, etc. The meeting shall be presided over by the convener or another member when the convener cannot attend the meeting.

Article 10 The meeting of the Strategy and Sustainability Committee shall be held only in the presence of more than one half of the members; each member shall have one vote; the resolution of the meeting of Strategy and Sustainability Committee shall be approved by a majority of all the members.

Article 11 Members of the Strategy and Sustainability Committee shall vote by means of show of hands, on-site voting or online voting on the meeting.

Article 12 Members of the Strategy and Sustainability Committee shall attend meetings in person and express clear opinions on matters under review. If a member is unable to attend a meeting in person for any reason, they shall examine the meeting materials in advance, form a clear opinion, and record such opinion in a power of attorney, authorizing another member in writing to attend on their behalf. Each member may represent no more than one other member by proxy. The power of attorney must specify the scope and duration of the authorization. If an independent director



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member is unable to attend a meeting in person for any reason, they shall authorize another independent director within the Strategy and Sustainability Committee to attend on their behalf.

Article 13 If necessary, the Strategy and Sustainability Committee may appoint an intermediary to provide professional advice to its decision-making at the Company's expense.

Article 14 The convening procedures, voting method and proposals adopted by the meeting of the Strategy and Sustainability Committee must comply with the provisions of relevant laws, administrative regulations, rules, Articles of Association, and these Rules of Procedures.

Article 15 The meeting of the Strategy and Sustainability Committee shall be recorded, and the members present at the meeting shall sign the minutes; the minutes shall be kept by the Board Secretary for no less than ten years.

Article 16 The proposals and opinions adopted by the meeting of the Strategy and Sustainability Committee after deliberation shall be submitted to the Board of Directors of the Company in the form of writing.

Article 17 All attendees present at the meeting shall have the obligation to keep confidential the issues discussed at the meeting and shall not disclose relevant information without authorization.

Chapter 5 Supplementary Provisions

Article 18 These Rules of Procedures shall come into force from the date of their adoption through the resolution of the Board of Directors.

Article 19 Matters not covered in these Rules of Procedures shall be subject to the provisions of relevant national laws, administrative regulations and rules, and the Articles of Association; in case of any conflict between these Rules of Procedures and the laws, administrative regulations, rules promulgated by the authority in the future or the



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Articles of Association amended through legal procedures, the provisions of relevant national laws, administrative regulations, rules and the Articles of Association shall prevail, and these Rules of Procedures shall be amended immediately and submitted to the Board of Directors for deliberation and approval.

Article 20 The interpretation right of these Rules of Procedures resides with the Board of Directors of the Company.

Universal Scientific Industrial (Shanghai) Co., Ltd.

April 2, 2026