

JF CHINA REGION FUND, INC.

NOMINATING COMMITTEE CHARTER

1. Nominating Committee

It was resolved that a Committee of the Board of JF China Region Fund, Inc. (the 'Board') to be known as the Nominating Committee (the 'Committee') be hereby constituted. The Committee shall be governed as follows:

2. Membership

- 2.1. The Committee shall be appointed by the Board amongst the disinterested directors of the Company and shall comprise a chairman and at least 2 other directors.
- 2.2. The Board shall appoint the Committee chairman who could be the Chairman of the Board. In the absence of the Committee chairman and/or an appointed deputy, the remaining members present shall elect one of their number to chair the meeting.
- 2.3. If a regular member is unable to act due to absence, illness or any other cause, the chairman of the Committee may appoint another director of the Company to serve as an alternate member.
- 2.4. Care should be taken to minimise the risk of any conflict of interest.

3. Secretary

- 3.1. The Company Secretary or his nominee shall act as the secretary of the Committee.

4. Quorum

- 4.1. The quorum necessary for the transaction of business shall be two. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

5. Frequency of Meetings

- 5.1. The Committee shall meet as frequently as the Chairman deems necessary. Directors being considered will not be present at the meeting.

6. Notice of Meetings

- 6.1. Meetings of the Committee shall be convened by the secretary of the Committee at the request of the chairman of the Committee.

- 6.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Committee no fewer than 10 working days prior to the date of the meeting.

7. Minutes of Meetings

- 7.1. The secretary shall minute the proceedings and resolutions of all Committee meetings, which shall be circulated to all members of the Board.

8. Annual General Meeting

- 8.1. The Chairman of the Committee shall attend the Annual Meeting and be prepared to respond to any shareholder questions on the Committee's activities.

9. Duties

- 9.1. The Committee shall:
 - 9.1.1. be responsible for identifying, from a variety of sources including the possible use of search consultants, and nominating for the approval of the Board, candidates to fill Board vacancies as and when they arise;
 - 9.1.2. satisfy itself with regard to succession planning, that appropriate processes and plans are in place with regard to Board appointments;
 - 9.1.3. ensure on appointment that a candidate has sufficient time to undertake the role and, if applicable, review his commitments and training;
 - 9.1.4. make recommendations to the Board as regards the re-appointment of any director at the conclusion of his or her specified term of office.

10. Directors' Fees

- 10.1. To consider directors' fees on an annual basis, or as and when required, for a recommendation to be put to the Board.
- 10.2. This can be done with reference, for example, to research conducted on competitor funds as well as any available independent research.

11. Authority

- 11.1. The Committee is authorised by the Board to investigate any activity within its terms of reference and to seek any information it requires.

- 11.2. The Committee is authorised by the Board to obtain, at the Company's expense, outside legal or other professional advice on any matters within its terms of reference. However, prior to doing this the Committee should consult with the Chairman of the Board to agreed fee levels.