



美捷滙控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1389)

(the “Company”)

BOARD DIVERSITY POLICY (“Policy”)

1. Purpose

1.1 This Policy aims to set out the basic principles to be followed to ensure that the board (the “**Board**”) of directors of the Company (“**Director(s)**”) has the appropriate balance of skills, experience and diversity of perspectives necessary to enhance the effectiveness of the Board and to maintain high standards of corporate governance in the Company.

2. Vision

2.1 The Company recognises and embraces the benefits of having a diverse Board to enhance the quality of its performance.

3. Policy Statement

3.1 With a view to achieving a sustainable and balanced development, the Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development. In designing the Board’s composition, Board diversity has been considered from a number of aspects, including but not limited to gender, age, language, cultural and educational background, ethnicity, industry and professional experience, skills, knowledge and length of service. All Board appointments will be based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

4. Measurable Objectives

4.1 Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board. The Board’s composition (including gender, ethnicity, age, length of service) will be disclosed in the corporate governance report of the Board (the “**Corporate Governance Report**”) annually.

* *For identification purpose only*

5. Independence

- 5.1 The Board shall include a balanced composition of executive Directors and independent non-executive Directors (“INED(s)”) so that there is a strong element of independence in the Board. The INEDs shall be of sufficient calibre and stature for their views to carry weight.
- 5.2 In so far as the independence of each of the Directors is concerned, this is a question of fact and the Board is committed to assessing this on an ongoing basis with regard to all relevant factors concerned and not just limited to where a Director whose length of service exceeds nine years.
- 5.3 The Company recognises that some of the relevant factors relate to the individual Director, such as, the understanding, knowledge and insight of the business and the Director’s credibility associated with such understanding, knowledge and insight that could enhance a Director’s effectiveness in performing an oversight role on the Board. It is also important to consider the collective credibility and experience of the INEDs. The INEDs bring a diverse skillset and range of perspectives and experience to the Board.
- 5.4 The Company is committed to ensuring that the INEDs will be given the opportunity and channel for Directors to communicate and express their independent views and inputs to the Board and its committees. The Company has established channels through formal and informal means whereby INEDs can express their views in an open, candid as well as confidential manner, should circumstances require, these include meetings with the Chairman of the Company without the presence of the other Directors to discuss major issues and any concerns, and dedicated meeting sessions with the Chairman of the Company and interaction with management and other Board members including the Chairman of the Company outside the boardroom.

6. Monitoring and Reporting

- 6.1 The nomination committee of the Board (the “**Nomination Committee**”) will report annually, in the Corporate Governance Report, on the Board’s composition under diversity perspectives, and monitor the implementation of this Policy.

7. Review of this Policy

- 7.1 The Nomination Committee will review this Policy, as appropriate, to ensure the effectiveness of this Policy. The Nomination Committee will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

8. Disclosure of this Policy

- 8.1 This Policy will be published on the website of the Company for public information.
- 8.2 A summary of this Policy together with the measurable objectives set for implementing this Policy, and the progress made towards achieving those objectives will be disclosed in the annual Corporate Governance Report.

(2022 version)

If there is any inconsistency between the English and Chinese versions of this Policy, the English version shall prevail.