



## Zhou Hei Ya International Holdings Company Limited

### 周黑鴨國際控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1458)**

#### **Board Diversity Policy**

#### **1. Objective**

- 1.1 This board diversity policy (the “**Policy**”) sets out the approach adopted by the board of directors (the “**Board**”) of Zhou Hei Ya International Holdings Company Limited (the “**Company**”) regarding diversity of Board members.

#### **2. General Policy**

- 2.1 The Board continuously seeks to enhance its effectiveness and to maintain the highest standards of corporate governance and recognizes diversity at Board level as an essential element in maintaining competitive advantage and sustainable development. In designing the Board’s composition, Board diversity has been considered from a number of perspectives, including but not limited to gender, age, cultural and educational background, industry experience, technical and professional skills and/or qualifications, knowledge, length of services and time to be devoted as a director. The Company will also take into account factors relating to its own business model and specific needs from time to time. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.
- 2.2 The Board strives to ensure that it has the appropriate balance of skills, experience and diversity of perspectives that are required to support the execution of its business strategies and in order for the Board to be effective.

#### **3. Responsibility**

- 3.1 The nomination committee of the Company (the “**Nomination Committee**”) reviews and

assesses the composition of the Board and the independence of the independent non-executive directors and makes recommendations to the Board on appointment of new directors of the Company. In recommending candidates for appointment to the Board, the Nomination Committee will consider candidates on merit against objective criteria and with due regards to the benefits of diversity on the Board. The Board's composition will be disclosed in the Corporate Governance Report annually.

- 3.2 The Board will review this Policy, as appropriate, to ensure the effectiveness of this Policy. In addition, the Board will disclose details of this Policy, and any measurable objectives that it has set for implementing the Policy, and progress on achieving those objectives in the Corporate Governance Report set out in the Annual Report of the Company.

(If there is any inconsistency between the English and Chinese version, the English version shall prevail.)