



XIAOCAIYUAN INTERNATIONAL HOLDING LTD.

小菜園國際控股有限公司

(the “**Company**”)

(Incorporated in the Cayman Islands with limited liability)

Board Diversity Policy

(adopted on December 2, 2024)

A. PURPOSE

The board diversity policy (the “**Policy**”) sets out the approach to diversity on the board of directors of the Company (the “**Board**”).

B. SCOPE OF APPLICATION

The Policy applies to the Board.

To enhance the effectiveness of its corporate governance, the Company is committed to adopting similar approach to promote diversity at all levels of the Company from the Board downwards.

C. POLICY STATEMENT

The Company recognizes and embraces the benefits of having a diverse Board, and sees diversity at Board level as an essential element in maintaining a competitive advantage. A truly diverse Board will include and make good use of differences in the perspectives, professional experience, talents, skills, knowledge, cultural and education background, gender, age, ethnicity, length of service and other qualities of the members of the Board. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All appointments of the members of the Board are made on merit, in the content of the perspectives, talents, skills and experience the Board as a whole requires to be effective.

The Nomination Committee of the Company (the “**Nomination Committee**”) reviews the structure, size and composition of the Board and makes recommendations to the Board on the selection of individuals nominated for directorships, assess the independence of independent non-executive directors of the Company and makes recommendations to the Board on the appointment and re-appointment of and succession planning for directors of the Company. The Nomination Committee also develops and maintains this Policy and periodically reviews the effectiveness of this Policy and whether the measurable objectives are achieved and/or should be amended. The Nomination Committee will disclose the Policy (or a summary thereof) and the progress towards achieving the measurable objectives in the Company’s corporate governance report.

In reviewing the composition of the Board, the Nomination Committee will consider the benefits of all aspects of diversity, including without limitation, those described above, in order to maintain an appropriate range and balance of perspectives, talents, skills, experience and background on the Board.

In recommending candidates for appointment to the Board, the Nomination Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.

D. MEASURABLE OBJECTIVES

The Nomination Committee will discuss and agree annually all measurable objectives for achieving diversity on the Board and recommend them to the Board for adoption. At any given time, the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

E. MONITORING AND REPORTING

The Policy or a summary of the Policy, including the measurable objectives set for implementing the Policy and progress made towards achieving these measurable objectives, shall be disclosed annually in the corporate governance report.

F. REVIEW OF THE POLICY

The Nomination Committee will review the Policy annually, which will include an assessment of the effectiveness of the Policy. The Nomination Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

G. DISCLOSURE OF THE POLICY

The Policy will be published on the Company's website for public perusal.