



ANXIAN YUAN CHINA HOLDINGS LIMITED

安賢園中國控股有限公司*

(the “Company”)

(「本公司」)

(incorporated in Bermuda with limited liability)

(於百慕達註冊成立的有限公司)

(Stock Code 股份代號 : 00922)

BOARD DIVERSITY POLICY

董事會成員多元化政策

(Adopted by the Company pursuant to the Board resolution passed on 14 December 2018, and revised on 8 September 2025)

(根據本公司董事會於 2018 年 12 月 14 日通過的決議案所採納並於 2025 年 9 月 8 日修訂)

1. PURPOSE 目的

This Board Diversity Policy (the “**Policy**”) aims to set out the Company’s approach on the diversity of the board of directors (the “**Board**”) of the Company.

本董事會成員多元化政策（「**本政策**」）旨在列載本公司董事會（「**董事會**」）為達致成員多元化而採取的方針。

2. SCOPE 適用範圍

The Policy applies to the Board. It does not apply to diversity in relation to the employees of the Company, nor the board and the employees of any subsidiary of the Company.

本政策適用於董事會。本政策並不適用於有關本公司的僱員，以及本公司的任何附屬公司的董事會及僱員的多元化。

3. POLICY STATEMENT 政策聲明

The Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level as an essential element in maintaining the Company’s competitive advantage.

本公司認同及深信董事會成員多元化所帶來的裨益，並且認為董事會趨向多元化是維持本公司競爭優勢的重要元素。

* For identification purpose only

僅供識別

The Company believes that greater diversity of directors is good for corporate governance and is committed:

本公司認為高度的董事多元化對企業管治有所裨益，並會致力：

- To attract and retain candidate(s) for Board with a combination of competencies from the widest possible pool of available talents.
於廣泛的人才庫中招攬及留聘具備各類不同才能的候選人以組成董事會。
- To maintain a Board with diversity perspectives at all levels, in particular, those which are aligning with the Company's strategy and objectives.
維持董事會全方位多元化的觀點，特別是與本公司策略及目標一致的觀點。
- To assess regularly the diversity profile of the Board and, where applicable, senior management prepared for the Board positions under the succession planning of the Company and the progress on achieving diversity objectives, if any.
定期評估董事會多元化狀況及在本公司繼任計劃下準備獲擢升至董事會職位的高級管理層（如適用），以及實現多元化目標的進展（如有）。
- To ensure that the selection and nomination of the Board positions are appropriately structured so that a diverse range of candidates can be considered.
確保董事會職位甄選及提名均按適當的程序進行，以便能招徠更多多元背景的人選供本公司作出考慮。
- To set up appropriate procedures for development of a broader and more diverse pool of skilled and experienced senior management that would be prepared for the Board positions
設立適當程序以培養背景更廣更多元化並富工作經驗和技能的高級管理層，為升任董事會職位作準備。
- To ensure that changes to the Board's composition can be managed without undue disruption.
確保董事會組成人員的變動不會帶來不適當的干擾。

4. IMPLEMENTATION 執行

The nomination committee of the Company (the “**Nomination Committee**”) will review annually the structure, size and composition of the Board and where appropriate, make recommendations on changes to the Board to complement the Company's corporate strategy.

本公司提名委員會（「提名委員會」）將每年檢討董事會的架構、人數及組成，並就任何為配合本公司的公司策略而對董事會作出的變動提出建議。

In reviewing and assessing the Board composition and the nomination of directors (as applicable), the Board diversity has to be considered from a number of aspects, including but not limited to the following:

有關檢討及評估董事會組成及提名董事時（如適用），須考慮有關董事會成員多元化的各項因素，包括但不限於：

- Gender
性別
- Age
年齡
- Cultural and educational background
文化及教育背景
- Professional qualifications
專業資格
- Skills, knowledge and industry and regional experience
技能、知識及行業及地區經驗

5. MEASURABLE OBJECTIVES 可計量目標

The Company aims to maintain an appropriate balance of diversity perspectives of the Board that are relevant to the Company's business growth.

本公司旨在使董事會成員多元化各方面能保持適當及平衡，以切合本公司業務發展。

The Nomination Committee will discuss and where necessary, agree on the measurable objectives for achieving diversity on the Board and make recommendation to the Board.

提名委員會將會討論及協定（如有需要）為達致董事會成員多元化的可計量目標，並向董事會作出有關建議。

The Board may adopt and/or amend from time to time (as applicable) such diversity perspectives and/or measurable objectives that are appropriate to the Company's business and the Board succession planning, as applicable.

如有需要，董事會可隨時採納及/或修訂多元化因素及可計量目標，以切合本公司業務所需和董事會繼任計劃（如適用）。

The Board will strive to achieve and ensure an appropriate balance of male and female directors to avoid a single-sex Board. At the same time, the Board will make reference to international and local regulatory requirements and take into account shareholders' expectations and, where necessary, the Nomination Committee will assist in identifying potential female directors to further enhance the proportion of female directors on the Board and each committee.

董事會將致力於達成並確保男女董事的適當平衡，以避免出現單一性別的董事會。同時，董事會將參考國際和當地的監管要求，並考慮股東的期望，如有必要，

提名委員會將協助物色潛在的女性董事，以進一步提高女性董事在董事會和各委員會中的比例。

Other criteria taken into account in the consideration of a candidate as a director include but are not limited to (i) the ability to devote sufficient time and attention to the affairs of the Company; (ii) the ability to make positive contributions to the Company that are commensurate with the role and corresponding responsibilities, and in particular the ability to express independent, constructive and informed opinions; and (iii) the ability to actively participate in meetings and exercise independent judgement on issues such as strategy, policy, performance, accountability, resources, key appointments and codes of conduct of the Company.

考慮董事候選人的其他標準包括但不限於：(i) 能夠投入足夠的時間和精力處理本公司事務；(ii) 能夠為本公司作出與其角色和相應職責相稱的積極貢獻，尤其是能夠表達獨立、建設性和知情的意見；以及 (iii) 能夠積極參與會議，並對本公司的策略、政策、績效、責任、資源、重要任命和行為守則等事項作出獨立判斷。

6. MONITORING AND REPORTING 監察及報告

The Nomination Committee reviews and assesses the composition of the Board, determines the procedures for the identification and nomination of directors, and makes recommendations to the Board on the appointment of new directors of the Company.

提名委員會負責審查和評估董事會的組成，決定董事的物色和提名程序，並就本公司新董事的任命向董事會提出建議。

A summary of the Policy and where applicable, the measurable objectives adopted for implementation of the diversity of the Board, the progress made towards achieving these objectives, and how the Company has arrived at its conclusion will be disclosed in the Company's corporate governance report.

本政策的摘要、為執行本政策而定立的可計量目標及達標的進度（如適用）及發行人如何得出其結論，將於本公司的企業管治報告內披露。

7. REVIEW OF THE POLICY 政策檢討

The Nomination Committee will review the Policy annually and recommend revisions, if any, to the Board for consideration and approval.

提名委員會將在檢討本政策，並向董事會建議有關修訂（如有），以供考慮及批准。

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

註：如本政策的英文及中文版本有任何差異，概以英文版本為準。