



XXF GROUP HOLDINGS LIMITED

喜相逢集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2473)

(the “Company”)

BOARD DIVERSITY POLICY

I. Objective

This Policy sets out the approach to achieving diversity on the board of directors (the “**Directors**”) of the Company (the “**Board**”).

II. Policy Statement & Measurable Objectives

The Company recognises the benefits of a Board that possesses a balance of skill set, experience, expertise and diversity of perspectives appropriate for the strategies of the Company. The Company believes that board diversity enhances decision-making capability and thus the overall effectiveness of the Board in achieving sustainable business operation and enhancing shareholder value.

The Company takes into consideration the benefits of various aspects of diversity, including gender, age, culture, ethnicity, education background, professional experience and other factors that may be relevant from time to time towards achieving a diversified Board.

Appointment to the Board is based on merit and attributes that the selected candidate will bring to the Board to complement and expand the competencies, experience and perspectives of the Board as a whole, taking into account the corporate strategy of the Company.

The nomination committee of the Company (the “**Nomination Committee**”) is responsible for reviewing the structure, size, diversity profile and skills matrix of the Board, selecting individuals to be nominated as Directors, reviewing succession plan of Directors and making recommendations on these matters to the Board for approval. To this end, the Company is mindful of having an appropriately structured recruitment, selection and training programme at appropriate levels so as to identify and prepare suitable talents for Board positions.

Shareholders are provided with detailed information of each candidate for appointment or re-election to the Board through announcements and circulars published prior to general meetings of the Company.

The composition and diversity profile of the Board is reported by the Company annually in its Corporate Governance Report.

III. Review and Monitoring

The Nomination Committee reviews from time to time this Policy, monitors its implementation to ensure its continued effectiveness and makes recommendations on any revisions as may be required to the Board for approval.

IV. Disclosure and Publication

This Policy is available on the Company's website for public information.

A summary of this Policy and the measurable objectives which the Company has set for implementing this Policy, and the progress on achieving those objectives, will be disclosed in the Corporate Governance Report of the Company annually.

(October 2023)