



CENTURY GINWA RETAIL HOLDINGS LIMITED

世紀金花商業控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 162)

BOARD DIVERSITY POLICY

1. Purpose

1.1 This Policy aims to set out the approach to achieve diversity on the Company's board of directors (the "Board").

2. Vision

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

3. Policy Statement

3.1 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 the Board will include and make good use of differences in the talents, skills, regional and industry experience, background, gender 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 talents, skills and experience the Board as a whole requires to be effective.

4. Measurable Objectives

4.1 The nomination committee (the "Nomination Committee") of the Board will discuss and agree annually measurable objectives for implementing diversity on the Board and recommend them to the Board for adoption.

4.2 The Company aims to build and maintain a Board with a diversity of Directors, in terms of skills, experience, knowledge, expertise, culture, independence, age and gender.

5. Monitoring and Reporting

5.1 The Nomination Committee will report annually, in the corporate governance report, on the Board's composition under diversified perspectives, and monitor the implementation of this Policy.

6. Review of this Policy

- 6.1 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.

7. Disclosure of this Policy

- 7.1 This Policy will be published on the Company's website for public information.
- 7.2 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.