



嘉里建設有限公司

KERRY PROPERTIES LIMITED

(Incorporated in Bermuda with limited liability)

Board Diversity Policy

1. Policy Statement

- 1.1 Kerry Properties Limited (the “**Company**”) recognises and embraces the benefits of having a diverse board of directors and considers increasing diversity at board level as an essential element in maintaining good corporate governance. This Board Diversity Policy (the “**Policy**”) sets out the approach to achieve diversity on the board of directors of the Company (the “**Board**”).

2. Board Diversity Criteria

- 2.1 In reviewing the composition of the Board, the Nomination Committee of the Company (the “**Nomination Committee**”) will consider a number of aspects of the Board diversity, including but not limited to gender, age, cultural, educational background, ethnicity, professional experience, skills, knowledge and length of services and other factors that may be relevant from time to time towards achieving a diversified Board (the “**Board Diversity Criteria**”) and will consider the appropriate balance of skills, experience and knowledge of the Board members that are required to complement the corporate strategy and business developments of the Company.
- 2.2 Recruitment and selection of candidates for Board appointment will be based on the Company’s Nomination Policy and the Board Diversity Criteria.

3. Measurable Objectives

- 3.1 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 recommendation on these matters to the Board for approval. The Nomination Committee will consider the Board Diversity Criteria according to the circumstances of the Company and take into account factors based on the Company's own business model and specific needs.
- 3.2 Selection of Board members to ensure gender, age, cultural and ethnic diversity will be, in part, dependent on the pool of such candidates with the necessary skills, knowledge and experience. All Board appointments will be based on merit and contribution that the chosen 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 Board believes that such merit-based appointments will best enable the Company to serve its shareholders and other stakeholders going forward.
- 3.3 The ultimate decision on the appointment of the Board members will be made by the Board after consideration of the recommendation made by the Nomination Committee.

4. Monitoring and Reporting

- 4.1 The Nomination Committee will disclose annually, in the Corporate Governance Report of the Company's Annual Report and such disclosure shall include but not limited to: (a) the Policy or a summary of the Policy, including measurable objectives that it has set for implementing the Policy, and progress on achieving those objectives; (b) the Board's composition; and (c) any disclosure requirements under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited from time to time.

5. Review of this Policy

- 5.1 The Nomination Committee is responsible for the monitoring and regular review of this Policy to ensure its relevance and effectiveness. Any subsequent amendment of this Policy shall be reviewed by the Nomination Committee and approved by the Board.