



Zall Smart Commerce Group Ltd.

卓爾智聯集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2098)

Board Diversity Policy

Zall Smart Commerce Group Ltd. understands and believes that the diversity of the board members will greatly benefit the company's performance. This Board Diversity Policy aims to set out the approach taken by the Company's Board to achieve diversity.

1. This policy aims to set out the approach taken by the board of directors (the "**Board**") of Zall Smart Commerce Group Ltd. (the "**Company**") to achieve diversity.
2. The Company understands and believes that the diversity of the board members will greatly benefit the company's performance.
3. The Company regards increasing diversity at the board level as a key element to support its strategic goals and maintain sustainable development. When setting the composition of the Board, the Company will consider the diversity of the Board from many aspects, including but not limited to gender, age, cultural and educational background, race, professional experience, skills, knowledge and service tenure. All appointments to the Board are based on the principle of employing people on their merits, and when considering candidates, the Company will consider the benefits of the diversity of the Board based on objective conditions.
4. The selection of candidates will be based on a series of diversity criteria, including but not limited to gender, age, cultural and educational background, race, professional experience, skills, knowledge and service tenure. The final decision will be made based on the candidate's strengths and the contribution he or she can provide to the Board. The composition of the Board (including gender, race, age, service tenure) will be disclosed annually in the Corporate Governance Report.

5. The Nomination Committee will report annually in the Corporate Governance Report on the composition of the Board in terms of diversity and monitor the implementation of this Policy.
6. The Nomination Committee will review this Policy from time to time to ensure that it is effective. The Nomination Committee will discuss any revisions that may be required and propose revisions to the Board for approval.
7. This Policy is posted on the Company's website for public inspection.
8. A summary of this Policy and the measurable objectives and progress achieved in implementing this Policy will be disclosed annually in the Corporate Governance Report.

Adopted on 30 August 2013 and amended in August 2018