

Sky Chinafortune Holdings Group Limited

天禧海嘉控股集团有限公司

(Incorporated in Hong Kong with limited liability)

**MECHANISMS TO ENSURE INDEPENDENT VIEWS AND INPUT
ARE AVAILABLE TO THE BOARD (THE “BOARD”) OF DIRECTORS (“DIRECTOR(S)”)**

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1. Effective Date

1.1 These mechanisms came into effect on 25 March 2022 pursuant to a resolution passed on the same day by the Board.

2. Introduction

2.1 These mechanisms apply to Sky Chinafortune Holdings Group Limited (the “Company”) and its subsidiaries (collectively the “Group”).

2.2 These mechanisms aim to ensure that independent views and input are available to the Board. The Board should review the implementation and effectiveness of such mechanisms on an annual basis.

3. General Mechanisms

3.1 The Company should arrange appropriate and sufficient resources and insurance coverage in respect of any matter relating to the obtaining of independent opinions by the Board, including but not limited to hiring a legal team or any other professionals to serve the aforesaid purpose, where appropriate.

3.2 At least 3 business days period of notice should be given by a Director to the company secretary of the Company for obtaining independent opinions, including but not limited to hiring professionals to serve the aforesaid purpose, where appropriate.

3.3 The Board should review the structure, size, composition (including the skills, knowledge and experience) and diversity policy of the Board at least once a year to maintain a balanced composition of executive and non-executive Directors (including independent non-executive Directors), so that there is a strong independent element on the Board, which can effectively exercise independent judgement.

3.4 If all independent non-executive Directors have served for more than 9 years on the Board, the Company should appoint a new independent non-executive Director to the Board at the forthcoming annual general meeting.

3.5 If the Company has a board of single gender, it should appoint at least one Director of a different gender to the Board to obtain views that are more diverse.