

**POU SHENG INTERNATIONAL (HOLDINGS) LIMITED**  
**(the “Company”)**

**BOARD DIVERSITY POLICY**

**1. Purpose**

- 1.1 This Policy aims to set out the approach to achieve diversity in the Company’s board of directors (the “Board”).

**2. Vision**

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

**3. Policy Statement**

- 3.1 With a view to achieving a sustainable and balanced development, the Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development. In designing the Board’s composition, Board diversity has been considered from a number of aspects, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service. All Board appointments will be based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

**4. Measurable Objectives**

- 4.1 Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates may bring to the Board. The Board’s composition (including gender, age, length of service) will be disclosed in the corporate governance report of the Company (the “CG Report”) annually.

**5. Monitoring and Reporting**

- 5.1 The Nomination Committee will report annually, in the CG 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 This Policy or 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 CG Report annually.

*Note:* In the event of any inconsistency, the English language text of this Policy shall prevail over the Chinese language text.

(Adopted by the Board on 13 August 2013)