

# **Legend Holdings Corporation**

## **Board Diversity Policy**

### **1. Purpose**

The board diversity Policy (the “Policy”) has been established by Legend Holdings Corporation (the “Company”) in accordance with the Corporate Governance Code and the Corporate Governance Report set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The Policy aims to set out the principles and policies to achieve diversity on the board of directors of the Company (the “Board”).

### **2. Vision**

2.1 The Company understands and believes that a diverse Board will help improve the overall performance and operation capability of the Company.

### **3. Policy Statement**

3.1 With a view to achieving a sustainable and balanced development, the Company regards the increasing diversity at the Board level as the crucial element in supporting the attainment of its strategic objectives and its sustainable development. In designing the Board’s composition, the Company will take into account a number of aspects, including but not limited to gender, age, cultural and educational background, race, professional experience, skills, knowledge and term of service in terms of Board diversity.

3.2 The nomination committee under the Board (the “Nomination Committee”) makes recommendations or gives advice to the Board on the appointment of new directors of the Company based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

3.3 When implementing the Policy, the Company recognises that all directors are appointed by the shareholders of the Company, and the Policy does not bring any constraints on the rights of the shareholders of the Company. The basic principle is meritocracy of appointment with the aim of maximising values for Board and the Shareholders. Board members shall possess appropriate skills and experience and make their own contributions from diversified perspectives based on the business model and specific needs of the Company.

### **4. Measurable Objectives**

4.1 In selecting director candidates, Board diversity will be considered, including but not limited to gender, age, cultural and educational background, race, professional experience, skills, knowledge and term of service. Directors with technical, legal, financial, management and audit background will provide various extensive business experiences to the Company. Such factors will be considered by the Company based on its business model and specific needs and the ultimate decision will be based on merit, value and contribution that the selected candidates will bring to the Board.

### **5. Monitoring and Reporting**

5.1 The Nomination Committee shall report in the corporate governance report set out in the annual report on the Board composition under diversified perspectives and monitor the implementation of the Policy.

5.2 The Nomination Committee shall review the Policy as appropriate to ensure its effectiveness, and recommend revisions to the Board for consideration and approval.

## **6. Disclosure of the Policy**

6.1 The Policy is available on the Company's website for public information.

6.2 Summary of the Policy, any measurable objectives set for the implementation of the Policy, and the progress made towards achieving those objectives will be disclosed in the corporate governance report on an annual basis.

## **7. Others**

7.1 In case of any inconsistency between the English and Chinese versions of the Policy, the Chinese version shall prevail.

7.2 The Policy shall become effective upon consideration and approval of Board and shall be interpreted by the Nomination Committee.

Approved by the Board on March 30, 2016