



VEDAN INTERNATIONAL (HOLDINGS) LIMITED

味丹國際（控股）有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock code: 02317)

(the “Company”)

BOARD DIVERSITY POLICY

I) Purpose

This policy (the “Policy”) sets out the approach to achieve diversity on the board of directors (the “Board”) of the Company.

II) The Principles

- 1) The Company has all long been devoting to implement the principle of balanced opportunity for its policy operation and professional skill, and no person will be discriminated because of ethnicity, gender, age, nationality, technical knowledge, and religious and cultural background or any other factors.
- 2) The Company has all along been pursuing the efficiency enhancement of the Board and maintaining a high corporate governance standard, and recognizes and believes that board diversity can improve decision making capability, be more effective in addressing organizational changes, make more well-balanced and competitive decisions in assisting corporate governance optimization, thereby enhancing corporate attractiveness for existing or potential investors.
- 3) The Company regards diversity as a positive and broad concept and believes that diversity of perspectives can be achieved through consideration of a number of factors, including but not limited to skills, regions, professional experience, cultural and educational background, ethnicity, gender and other characteristics. In implementing diversity, the Company will also consider various factors according

to its own business model and actual specific needs. It will solicit and recruit talents of different commercial background, thereby facilitating the conceptual ideas in diversity and create new business opportunities.

- 4) The Company endeavors to ensure board diversity in terms of skills, professional experience and perspectives. It also maintains an appropriate balance in supporting its business policy implementation and efficient Board operation, enhancing its ability in addressing risks effectively. We recognize that board diversity is one of the important factors of sustainable development of the Company, and the current appointment policy of Board members of the Company has reflected a diversified Board composition model.

III) Implementation

- 1) Appointment of Board members will continue to be evaluated in terms of capability and integrity. Capable candidates as Board members will be considered based on objective standards and due consideration will be made based on merit and contribution that Board members will bring according to respective diversified background. The Board believes that adopting the principle of appointing directors on merit and integrity will benefit the Company to achieve its strategic objectives and assist the Company to build its competitive advantage.
- 2) The nomination committee of the Company (“Nomination Committee”) shall be responsible for the implementation and monitoring of the Policy. The Nomination Committee will give priority in identifying and reviewing talents with specific diversify characteristics and appropriate qualifications of becoming Board members. It will also arrange briefings and mentality training in relation to diversity for directors.
- 3) The Nomination Committee will review the Policy regularly to ensure its effective implementation and will make recommendations on any required changes to the Board for consideration and approval.
- 4) The Company will disclose details of the Policy in the Corporate Governance Report annually. The Policy will also be published on the website of the Company.

31 December 2013