



S&P INTERNATIONAL HOLDING LIMITED

椰豐集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1695)

(hereafter the “Company”)

BOARD DIVERSITY POLICY

(adopted on 8 June 2017 and amended with effect from 1 January 2019)

1. Purpose

The Company recognises and embraces the importance and benefit to achieve diversity on the Company’s board of directors (the “**Board**”) to corporate governance and the board effectiveness.

The purpose of this policy is to set out the basic principles to be followed to ensure that the Board has the appropriate balance of skills, experience and diversity of perspectives necessary to enhance the effectiveness of the Board and to maintain high standards of corporate governance.

2. Nomination, Appointments and Re-appointments

Board nomination, appointments and re-appointments will continue to be made on a merit basis based on its business needs from time to time while taking into account diversity and the nomination policy of the Company.

The nomination committee of the Board (the “**Nomination Committee**”) has primary responsibility for identifying individuals suitably qualified to become members of the Board and selecting, or making recommendations to the Board on the selection of, individuals nominated for directorships.

3. Measurable Objectives

Selection of Board candidates shall be based on a range of diversity perspectives by reference to the Company’s business model and specific needs, including but not limited to gender, age, race, language, cultural background, educational background, industry experience and professional experience.

4. Policy Statement

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. All Board appointments will be

based on meritocracy, and candidates will be considered against appropriate criteria, having due regard for the benefits of diversity on the Board.

5. Monitoring and Reporting

The Nomination Committee is responsible for reviewing the policy, developing and reviewing measurable objectives for implementing the policy and monitoring the progress on achieving the measurable objectives stated in Paragraph (3) above.

The Nomination Committee shall review this policy and the measurable objectives at least annually, and as appropriate, to ensure the continued effectiveness of the Board.

6. Disclosure of This Policy

A summary of This Policy, including any measurable objects that it has set for implementing this policy, and progress on achieving those objectives will be disclosed in the Company's annual report and/or as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Date: 29 March 2019



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椰豐集團有限公司

(於開曼群島註冊成立的有限公司)

(股份代號: 1695)

(以下稱「公司」)

董事會成員多元化政策

1. 目的

本公司認同並深信達致公司董事會（“**董事會**”）成員多元化對企業管治及董事會行之有效的重要性。

本政策旨在列載基本原則，以確保本公司董事會的成員在技能、經驗以及視角的多元化方面達到適當的平衡，從而提升董事會的有效運作並保持高標準的企業管治水平。

2. 提名與委任

董事會成員的提名與委任將繼續以用人唯才為原則，以日常的業務需求為基準，並考慮董事會成員多元化的裨益。

本公司的提名委員會（“**提名委員會**”）主要負責物色具備合適資格可擔任董事的人士，並挑選提名有關部門人士出任董事或就此向董事會提供意見。

3. 可計量目標

甄選候選人將以一系列多元化範疇為基準，並參考本公司的業務模式和特定需求，包括但不限於性別、年齡、種族、語言、文化背景、教育背景、行業經驗和專業經驗。

4. 政策聲明

為達致可持續及均衡的發展，本公司視董事會層面日益多元化為支援其達到戰略目標及維持可持續發展的關鍵元素。董事會所有委任均以用人唯才為原則，並在考慮人選時以適當的條件充分顧及董事會成員多元化的裨益。

5. 監察與彙報

提名委員會負責檢討本政策、拓展並檢討可計量目標，以確保本政策的執行，並監察可計量目標的實現進度。

提名委員會至少每年，或在適當時候，檢討本政策與可計量目標，以確保董事會持續行之有效。

6. 本政策的披露

本政策概要及為執行本政策而制定的可計量目標和達標進度將在本公司年報內披露，及/或依據香港聯合交易所有限公司證券上市規則之要求進行披露。

日期：二零一七年六月八日