

HERITAGE INTERATIONAL HOLDINGS LIMITED

漢基控股有限公司

(Incorporated in the Bermuda with limited liability)

(Stock Code: 412)

(Warrant Code: 1248)

BOARD DIVERSITY POLICY

(with effect from 1 September 2013)

1. Purpose

The Board Diversity Policy (the “Policy”) aims to set out the approach to achieve diversity on the board of directors (the “Board”) of Heritage International Holdings Limited 漢基控股有限公司 (the “Company”).

2. Vision

The Company sees diversity at the Board level as an important element in maintaining a high standard of the corporate governance. The Company is committed to a diversified Board, so directors from diverse backgrounds could present the Company effectively to various stakeholders, and to bring previously unheard perspective into the boardroom to enhance the quality of its performance.

3. Policy statement

- 3.1 The Company commits to selecting the best person for the role. Selection of candidates will be based on a range of diversity perspectives, including but not limited to race, gender, age, disability, nationality, cultural background, family status and other qualities of candidates, in addition to educational background, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board. The Board’s composition (including gender, age and length of service) will be disclosed in the Corporate Governance Report annually.
- 3.2 The Nomination Committee (the “Committee”) will review and assess Board composition and its effectiveness on a regular basis. When there is a vacancy on the Board, the Committee will recommend suitable candidates(s) for appointment to the Board on merits, based on the Terms of Reference of the Committee, with due regard to the Company’s own circumstances.

4. Monitoring and reporting

The Committee will report annually, in the Corporate Governance Report, on the Board's composition under diversity perspectives, and monitor the implementation of this Policy.

5. Review of this policy

The Committee will review this Policy, as appropriate, to ensure the effectiveness of this Policy. The Committee will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

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