

COUNTRY GARDEN HOLDINGS COMPANY LIMITED

(the “Company”)

SUPPLEMENTS TO BOARD DIVERSITY POLICY

(Adopted on 15 March 2016)

The Company has adopted a board diversity policy with effect from 6 August 2013 (the “Board Diversity Policy”) (Please refer to Appendix I) for the past three years. In order to constantly adapt to the fast changing market and policy environment, as well as to enhance the effectiveness of the Board Diversity Policy, two supplements to the Board Diversity Policy were reviewed, approved and adopted in the nomination committee meeting of the Company held on 15 March 2016 and are set out as follows:-

Items Reviewed	Existing Board Diversity Policy	Supplements to Board Diversity Policy
Policy Objectives	The objectives of existing Board Diversity Policy include “supporting the attainment of its (the Company’s) strategic objectives and its (the Company’s) sustainable development”, which are relatively simple and limited.	In order to amplify the policy objectives and in furtherance of more balanced considerations, adding “to achieve a diversity of views and perspectives among members of the board, to enhance decision making capacity, and to fairly and effectively safeguard the interests of various stakeholders, especially the long term shareholders interests of the Company” .
Policy Scope	Existing Board Diversity Policy only mentions board appointments, but not the continuation of board appointments.	Adding “the continuation of board appointments” to broaden the policy scope and to ensure the stability of the organization and functioning of the board.

Appendix I

COUNTRY GARDEN HOLDINGS COMPANY LIMITED (the “Company”) BOARD DIVERSITY POLICY (Adopted on 6 August 2013)

1. Purpose

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

2. Vision

- 2.1 The Company recognizes 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, the Board should have a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company’s business. 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, 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, length of service) will be disclosed in the Corporate Governance Report annually.

5. Monitoring and Reporting

- 5.1 The Nomination Committee will report annually, in the Corporate Governance 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 A summary of this Policy together with the measurable objectives set for implementing this Policy and progress on achieving those objectives will be disclosed in the annual Corporate Governance Report.