

# DASHAN EDUCATION HOLDINGS LIMITED

## 大山教育控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 9986)**

**(the “Company”)**

### **BOARD DIVERSITY POLICY**

**(this “Policy”)**

#### **1 Objective**

The Company recognises the importance of board diversity which is beneficial for the enhancement of the Company’s performance. This Policy aims to set out the approach with the objective of achieving diversity on the board (the “**Board**”) of directors (the “**Directors**”) of the Company.

#### **2 Policy Statement**

2.1 The Company is committed to the benefits of having the Board with appropriate balance of expertise, skills, experience and diversity of perspectives.

2.2 The nomination committee (the “**Nomination Committee**”) of the Company reviews and assesses the Board composition on behalf of the Board and recommends the appointment of new Directors. In addition to its terms of reference, the Nomination Committee will also take into account the followings:

2.2.1 in designing and reviewing the Board’s composition, the Nomination Committee will consider various factors such as professional experience, skills, knowledge, gender, age, cultural and education background, ethnicity and length of service; and

2.2.2 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.

#### **3 Measurable Objectives**

Selection of candidates will be based on a range of diversity perspectives, including but not limited to the Company’s needs, gender, age, cultural and educational background, ethnicity, integrity, management experience, technical skills, industry or professional knowledge and experience, length of service, and the amount of time and effort that the candidate will devote to discharge his/her duties and responsibilities and, in the case of independent non-executive Director(s), the independence requirements set out the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time). The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

#### **4 Monitoring and Reporting**

The Nomination Committee will disclose the composition of the Board annually in the corporate governance report of the Company and monitor the implementation of this Policy.

#### **5 Review of this Policy**

The Nomination Committee will review this Policy, as appropriate, which will include an assessment of the effectiveness of this Policy. The Nomination Committee will discuss and agree on measurable objectives for achieving diversity of the Board, and where necessary, make any revisions that may be required and recommend any such revisions to the Board for consideration and approval.

#### **6 Disclosure of this Policy**

A summary of this Policy together with the measurable objectives set for implementing this Policy, and the progress made towards achieving those objectives will be disclosed in the annual corporate governance report of the Company.

This Policy will be published on the Company's website for public information.

June 2020