



江蘇寧滬高速公路股份有限公司
JIANGSU EXPRESSWAY COMPANY LIMITED

(Incorporated in the People's Republic of China as a joint-stock limited company)

(Stock Code: 00177)

(THE “COMPANY”)

BOARD DIVERSITY POLICY

ADOPTED ON 25 OCTOBER 2013

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 AND APPOINTMENTS

Board nomination and appointments will continue to be made on merit basis based on its business needs from time to time while taking into account diversity.

The nomination committee of the Board (the “**Nomination Committee**”) has primary responsibility for identifying suitably qualified candidates to become members of the Board and shall give adequate consideration to this policy in selection of board candidates.

3. MEASURABLE OBJECTIVES

Selection of board candidates shall be based on a range of diversity perspectives with 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 these measurable objectives.

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.