

*This board diversity policy is prepared in Chinese. In case of any inconsistency between the Chinese version and the English version, the Chinese version shall prevail.*

**SHEN YOU HOLDINGS LIMITED**  
**申酉控股有限公司**  
*(incorporated in the Cayman Islands with limited liability)*  
(Stock Code: 8377)  
(the “Company”)

**BOARD DIVERSITY POLICY**

**1. Purpose**

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

**2. Policy Statement**

The Company recognises and embraces the benefits of having a diverse Board to enhance the quality of its performance. All Board appointments will be based on meritocracy, and candidates will be considered against selection criteria.

**3. Selection Criteria**

Selection of candidates will be based on a range of diversity perspectives, which would include but not be limited to gender, age, cultural and 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 will be disclosed in the Annual Report.

**4. Monitoring and Review of this Policy**

- 4.1 The Nomination Committee will monitor the implementation of this Policy.
- 4.2 The Nomination Committee will from time to time review this Policy, as appropriate, to ensure the effectiveness of this Policy.

**5. Disclosure of this Policy**

- 5.1 A summary of this Policy will be disclosed in the annual Corporate Governance Report.

24 November 2017