

# SINO GAS HOLDINGS GROUP LIMITED

## 中油洁能控股集团有限公司

(the “Company”)

(“本公司”)

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### Board Diversity Policy

### 董事会成员多元化政策

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(中文本为翻译稿，仅供参考用)

#### 1. Purpose

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

#### 目的

本政策旨在列载本公司董事会 (“**董事会**”) 为达致董事 (“**董事**”) 成员多元化而采取的方针。

#### 2. Vision

The Company recognises and embraces the benefits of having a diverse Board to enhance the quality of its performance.

#### 愿景

本公司明白并深信董事会成员多元化对提升公司的表现素质的裨益。

#### 3. Policy Statement

A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, race, gender and other qualities of Directors. These differences will be taken into account in determining the optimum composition of the Board. All Board appointments will be based on merit while taking into account diversity (including gender diversity).

#### 政策声明

一个真正多元化的董事会应包括并善用董事于技能、地区及行业经验、背景、种族、性别及其他素质等方面之分别。公司在制定董事会成员的最佳组合时将考虑上述的分别。所有董事会成员之任命均以用人唯才为原则，并考虑多元化（包括性别多元化）。

#### 4. Measurable Objectives

- 4.1 The nomination committee (the “**Nomination Committee**”) of the Board will discuss and agree annually measurable objectives for implementing diversity on the Board and recommend them to the Board for adoption.

#### 可计量目标

董事会的提名委员会 (“**提名委员会**”) 每年会讨论及同意用作推行董事会多元化的可计量目标，并会建议董事会采纳该等可计量目标。

4.2 The Company aims to build and maintain a Board with a diversity of Directors, in terms of skills, professional experience, educational background, knowledge, expertise, culture, independence, age and gender. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board and the business needs of the Company from time to time.

公司志在建立及维持董事会具备多元化的董事，无论在技能、专业经验、教育背景、知识、专才、文化、独立性、年龄及性别。最终将按人选的长处及可为董事会提供的贡献而作决定，并考虑本公司不时的商业需要。

#### **5. Monitoring and Reporting**

#### **监察及汇报**

The Nomination Committee will report annually, in the corporate governance report contained in the Company's annual report, on the Board's composition under diversified perspectives, and monitor the implementation of this Policy.

提名委员会将于每年在本公司年报刊载的《企业管治报告》内汇报董事会依据多元化层面的组合，并监察本政策的执行。

#### **6. Review of this Policy**

#### **检讨本政策**

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.

为确保本政策行之有效，提名委员会将于适当时候检讨本政策。提名委员会将会讨论任何需对本政策作出的修订，并向董事会提出修订建议，供董事会考虑及通过。

#### **7. Disclosure of this Policy**

#### **披露本政策**

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 corporate governance report annually.

本政策的概要及为执行本政策而制定的可计量目标和达标进度将每年在《企业管治报告》内披露。

Adopted on 22 November 2018

于 2018 年 11 月 22 日采纳