

**THE HONG KONG AND CHINA GAS COMPANY LIMITED**  
**(“Company”)**

**BOARD DIVERSITY POLICY**

**1. Purpose**

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

**2. Policy Statement**

- 2.1 The Company recognises and embraces the benefits of having a diverse Board to enhance the quality of its performance. In designing the Board’s composition, Board diversity has been considered from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. All Board appointments will be based on meritocracy, and candidates will be considered against selection criteria, having regard for the benefits of diversity on the Board.

**3. Selection Criteria**

- 3.1 Selection of candidates will be based on a range of diversity perspectives, which would include but not limited to gender, age, cultural and educational background, ethnicity, 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 Corporate Governance Report annually.

**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.

March 2013