

# VISION VALUES HOLDINGS LIMITED

## 遠見控股有限公司

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

**(Stock Code: 862)**

*(the “Company”)*

### **NOMINATION POLICY FOR RECRUITMENT OF BOARD MEMBERS**

#### **Objective:**

This policy is to guide the board of directors (the “**Board**”) on nomination of new or additional members to the Board.

#### **General Requirements:**

##### 1. Independence:

For independent non-executive directors, he/she must satisfy the independence requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and have no conflicts of interest with the Company or its major shareholders. In addition, the candidate should be independent in character and judgment and be able to represent and act in the best interest of all shareholders of the Company.

##### 2. Availability:

Each director must have sufficient time available for the proper performance of his or her duties. Directors should be able to devote sufficient time needed to prepare for meetings and participate in induction, training, appraisal and other Board associated activities.

##### 3. Motivation:

The candidate should have a strong interest and motivation in joining the Board and should be able to be a true ambassador for the Company’s business and values.

4. Standing:

The candidate should be of the highest ethical character and have an excellent reputation and standing, both personally and professionally.

5. Diversity:

The candidate should contribute to the Board being a diverse body, with diversity reflecting gender, ethnic and educational background, age, nationally, skills and professional experience. Given the current composition of the Board, a female candidate would be an advantage but not a requirement.

6. Business Experience:

The candidate should have significant experience from a senior role in an area of business, public affairs or academia, relevant to the Company and/or its subsidiaries.

**Specific Requirements:**

Specific requirements may apply to individual recruitment initiatives.

**Policy Statement**

The key nomination criteria and principles of the Company for the nomination of directors are:

1. the structure, size and composition (including the skills, knowledge, experience and diversity of perspectives) of the Board and any proposed changes to the Board to complement the Company's corporate strategy;
2. the criteria to be adopted by the Board in considering each individual for appointment as additional director or to fill the Board vacancies as and when they arise, shall be his or her ability to contribute to the effective carrying out by the Board of its responsibilities and to ensure a substantial majority of the Directors on the Board being independent of management of the Company.

December 2018

*This policy is written in English and Chinese. In case of any inconsistency, the English version shall prevail.*