

京投轨道交通科技控股有限公司
BII Railway Transportation Technology Holdings Company Limited
(the “Company”)
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1522)

BOARD DIVERSITY POLICY

(First adopted by the Company on 30 August 2013,
revised on 6 December 2013, and further amended
pursuant to the Board resolution passed on 25 December 2018)

1. PURPOSE

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

2. SCOPE

This Policy applies to the Board of the Company.

3. POLICY STATEMENT

The Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level as an essential element in maintaining the Company’s competitive advantage.

The Company believes that greater diversity of directors is good for corporate governance and is committed:

- (1) To attract and retain candidate(s) for the Board with a combination of competencies from the widest possible pool of available talent.
- (2) To maintain a Board with diversity perspectives at all levels, in particular, those are aligning with the Company’s strategy and objectives.
- (3) To assess regularly the diversity profile of the Board and the progress on achieving diversity objectives, if any.
- (4) To ensure that the selection and nomination of Board positions are appropriately structured so that a diverse range of candidates can be considered.
- (5) To ensure that changes to the Board’s composition can be managed without undue disruption to the Company.

4. IMPLEMENTATION

The nomination committee of the Company (“**Nomination Committee**”) will review annually the structure, size and composition of the Board and where appropriate, make recommendations on changes to the Board to complement the Company’s corporate strategy.

In reviewing and assessing the Board composition and the nomination of directors (as applicable), Board diversity has to be considered from the measurable objectives, including but not limited to the following:

- (1) Gender
- (2) Age
- (3) Cultural and educational background
- (4) Professional qualifications
- (5) Skills, knowledge and industry and regional experience

5. MEASURABLE OBJECTIVES

The Company aims to maintain an appropriate balance of diversity perspectives of the Board that are relevant to the Company’s business growth.

The Nomination Committee will discuss at least annually and where necessary, agree on the measurable objectives for achieving diversity on the Board and make recommendation to the Board.

The Board may adopt and/or amend from time to time (as applicable) such diversity perspectives and/or measurable objectives that are appropriate to the Company’s business and the succession and appointment of the Board, as applicable.

6. MONITORING AND REPORTING

A summary of this Policy and where applicable, the measurable objectives adopted for implementation of the diversity of the Board and the progress made towards achieving these objectives, will be disclosed in the Company’s Corporate Governance Report.

7. REVIEW OF THE POLICY

The Nomination Committee will review this Policy as appropriate and on a regular basis to ensure its continued effectiveness, and recommend revisions, if necessary and appropriate, to the Board for consideration and approval.

Note: If there is any inconsistency between the English and Chinese versions of this Policy, the English version shall prevail.