# **BOARD DIVERSITY POLICY OF**

# CHINA RESOURCES CEMENT HOLDINGS LIMITED

(Adopted on 1 March 2013 and amended on 29 December 2022)

### CHAPTER 1 GENERAL PROVISIONS

**Article 1** This Policy is formulated in accordance with the "Corporate Governance Code" of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the "Corporate Governance Guide for Boards and Directors" in order to adhere to the principles for maintaining the Board (as defined below) with a diversity of Directors (as defined below).

**Article 2** This Policy is applicable to the directors (the "**Directors**") and the board (the "**Board**") of directors of China Resources Cement Holdings Limited (the "**Company**").

Article 3 In order to form a diverse Board, the Board shall adhere to both the high standard of moral integrity and competence and the principles of diversity when appointing new Board members.

**Article 4** The Board shall make decisions upon comprehensive consideration of broad and diversified views expressed by the Directors to enhance the capabilities of scientific decision-making, protect the long-term interests of shareholders and stakeholders of the Company and facilitate the Company to maintain its core competitiveness and sustainable development.

## CHAPTER 2 SCOPE

**Article 5** The scope of Board diversity includes professional background, talents, skills, knowledge, regional and industrial experience, gender, age, cultural and educational background, ethnicity, length of service, the independence of independent non-executive Directors, etc., and any other qualities which the Board or the Nomination Committee determine to supplement or expand from time to time.

**Article 6** The number and independence of independent non-executive Directors, as well as its proportion in the Board, shall comply with the requirements of laws, regulations, the Listing Rules and the Articles of Association of the Company.

The Company provides various channels for independent non-executive Directors to fully express their independent opinions and views to the Company, the Board and Board committees, and in a confidential manner should circumstances require.

**Article 7** The proportion of female members in the Board shall be gradually increased in accordance with the requirements of laws, regulations and the Listing Rules upon due consideration of the actual circumstances.

**Article 8** The Board members shall possess a balance of skills and extensive experience appropriate for the requirements of the business development of the Company.

Article 9 The Board shall comprise Directors of different ages and length of service. Executive Directors and non-executive Directors (excluding the independent non-executive Directors) shall generally not be considered for re-election at an annual general meeting of the Company if, as at the date of such annual general meeting, they will have reached the age of 65. The Board may from time to time determine to relax or waive the implementation of this Article in case the Board considers that such Director possesses certain skills, experience or capabilities which cannot be immediately replaced at the relevant time. In such circumstances, the circular to shareholders shall include the relevant explanation.

### CHAPTER 3 ANNUAL REVIEW

**Article 10** The Nomination Committee shall formulate measurable objectives for Board diversity and its timetable for implementation on an annual basis and make recommendations to the Board.

Upon comprehensive consideration of the diversity principles, measurable objectives and timetable for implementation set forth in this Policy, the Nomination Committee shall review the composition of Board members on an annual basis and make recommendations to the Board on the appointment of new Directors.

**Article 11** The Nomination Committee shall review this Policy on an annual basis and make recommendations on amendments to the Board. The scope of the review includes the implementation and effectiveness of this Policy, and the mechanism and channels for independent non-executive Directors to express their opinions to the Company, the Board and the Board committees.

#### CHAPTER 4 SUPPLEMENTARY PROVISIONS

**Article 12** Where otherwise prescribed by any laws, regulations or supervisory policies, such laws, regulations or supervisory policies shall prevail.

**Article 13** The Board shall be responsible for the interpretation of this Policy.

**Article 14** This Policy shall become effective and promulgated upon consideration and resolution by the Board.