

**eSun Holdings Limited**  
(“Company”)  
(Incorporated in Bermuda with limited liability)

**BOARD DIVERSITY POLICY**

**1. Purpose**

This board diversity policy (“**Policy**”) sets out the approach to achieve and maintain diversity on the board of directors of the Company (“**Board**”) in order to enhance the effectiveness of the Board.

**2. Policy Statement**

The Company recognises Board diversity will strengthen the Company’s strategic objectives in:

- driving business results;
- enhancing good corporate governance and reputation; and
- attracting and retaining talent for the Board

Board diversity ensures the Board has the appropriate balance and level of skills, experience and perspectives required to support the execution of its business strategies. The Company seeks to achieve Board diversity through the consideration of a number of factors, including professional qualifications and experience, cultural and educational background, race and ethnicity, gender, age and length of service. The Company will also take into consideration factors based on its own business model and specific needs from time to time in determining the optimum composition of the Board.

All Board appointments will be based on merit, and candidates will be considered by objective criteria for their potential contribution to the Board and the Company, and with due regard for the benefits of diversity.

**3. Measurable Objectives For Implementing Board Diversity**

On recommendation from the executive directors of the Board (“**Executive Directors**”), the Board will set measurable objectives to implement the Policy and review such objectives from time to time to ensure their appropriateness and ascertain the progress made towards achieving those objectives.

**4. Monitoring and Reporting**

The Board will report annually, in the Corporate Governance Report of the Company’s Annual Report (“**CG Report**”), on the Board’s composition under diversified perspectives, and monitor the implementation of the Policy.

## **5. Review of the Policy**

The Executive Directors will review the Policy, as appropriate, to ensure its continued effectiveness. The Executive Directors will also discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

## **6. Disclosure of the Policy**

The Policy will be published on the Company's website for public information.

A summary of the Policy, the measurable objectives set from time to time for implementing the Policy and the progress on achieving those objectives will be disclosed in the CG Report.

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*Adopted by the Board on 26 July 2013*