

Frequently Asked Questions Series 19 (Released on 13 December 2012/Last Updated on 1 April 2015):-

**Amendments to the Corporate Governance Code and Corporate Governance Report relating to Board Diversity (Effective from 1 September 2013)
“Frequently Asked Questions”**

The following frequently asked questions (FAQs) are designed to help issuers to understand and comply with the Listing Rules, particularly in situations not explicitly set out in the Rules or where further clarification may be desirable.

Users of the FAQs should refer to the Rules themselves and, if necessary, seek qualified professional advice. The FAQs are not substitutes for the Rules. If there is any discrepancy between the FAQs and the Rules, the Rules prevail.

In formulating our “answers”, we may have assumed certain underlying facts, selectively summarised the Rules or concentrated on one particular aspect of the question. They are not definitive and do not apply to all cases where the scenario may at first appear similar. In any given case, regard must be had to all the relevant facts and circumstances.

The Listing Division may be consulted on a confidential basis. Contact the Listing Division at the earliest opportunity with any queries.

No.	Main Board Rules	GEM Rules	Query	Answer
1.	<u>(FAQ withdrawn on 1 April 2015)</u>			
2.	Appendix 14, Code Provision A.5.6, Section L. (d)(ii)	Appendix 15, Code Provision A.5.6, Section L. (d)(ii)	Will the Exchange be providing training on the new measures on board diversity?	Training on the new measures will be provided as a part of the regular training on Listing Rules.
3.	Appendix 14, Code	Appendix 15, Code	Will the Exchange provide samples of the board	The Exchange will not provide samples of the

	Provision A.5.6, Section L. (d)(ii)	Provision A.5.6, Section L. (d)(ii)	diversity policy?	<p>policy because each company has a unique business model and specific needs. Each company should therefore develop a policy according to its own circumstances. Providing samples may encourage box-ticking compliance. The issuer should develop a policy that has been debated at the board level, having taken into account of the board's business strategy and existing composition in terms of balance of skills, experience and diversity of perspectives.</p>
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