

SANROC INTERNATIONAL HOLDINGS LIMITED

善樂國際控股有限公司

(Incorporated in Cayman Islands with limited liability)

(the “**Company**”)

Succession Planning for the Board of Directors of the Company

1. Introduction

The board of directors (the “Board”) of the Company (together with its subsidiaries, the “Group”) has adopted the following succession plan of the Board.

2. Purpose

The primary purpose of the succession plan is to ensure the Group’s effective performance through leadership continuity and the orderly identification and selection of key leader or director when a vacancy, whether anticipated or unanticipated, exists.

3. Identification and selection process

The process will primarily include:

- identify high aspiration and potential individual(s) (whether within or outside the Group) who has/have the personality, competency, leadership skills and passion to serve the Company and its shareholders through board service;
- define the experience and skills needed to effectively fulfill the role;
- develop and mentor each potential member, as appropriate, toward his/her pursuit of excellence, and create a development plan for, and perform development activities with, each potential member to prepare him or her for the directorship/leadership position; and
- evaluate succession planning efforts, report the findings and make recommendation to the Board from time to time.

The succession planning of the Board will be reviewed and conducted on a continuous basis on the recommendation of and by the nomination committee of the Board.

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

9 February 2017
Hong Kong