



**POLICY ON THE INDUCTION OF AND  
CONTINUOUS PROFESSIONAL DEVELOPMENT FOR DIRECTORS OF  
SA SA INTERNATIONAL HOLDINGS LIMITED (“COMPANY”)**

**A. INTRODUCTION**

1. This Policy is adopted by the board (“Board”) of directors (“Directors”) of the Company by resolution passed on 27 February 2012.
2. Every newly appointed director of the Company should receive a comprehensive, formal and tailored induction on appointment. Subsequently he should receive any briefing and professional development necessary to ensure that he has a proper understanding of the Company’s operations and business and is fully aware of his responsibilities under statute and common law, the Listing Rules, legal and other regulatory requirements and the Company’s business and governance policies. A.6.1
3. All Directors should participate in continuous professional development to develop and refresh their knowledge and skills. This is to ensure that their contribution to the Board remains informed and relevant. The Company should be responsible for arranging and funding suitable training, placing an appropriate emphasis on the roles, functions and duties of a listed company director. A.6.5
4. This Company recognizes the importance of:
  - 4.1 providing Directors with adequate information for them to understand the Company in order for them to get into their new role as soon as possible; and
  - 4.2 making sure that they will attend on-going trainings periodically after the induction. This policy sets out what actions the Company can take to comply with such requirements.

**B. RESPONSIBILITY**

5. The Chairman of the Company through the assistance of Company Secretary is responsible for induction programmes and ensuring that Directors meet the requirements of participation in continuous professional development.

## **C. INDUCTION**

6. In order to carry out their duties, Directors upon their appointment have to be adequately familiar and acquainted with the Company, its operation and business, corporate goals and objectives, long-term business model, strategy for delivering the Company's objectives (corporate strategy), corporate and management organization structure, industry environment (including comparables and peers) and legal and regulatory regulations within which the Company operates. An Induction Handbook for New Director prepared by the Company, containing relevant information and knowledge which Directors can equip themselves with will be provided to Directors. Furthermore, to enhance their understanding, the following information may also be provided to them:
  - 6.1 annual schedule of meetings of Board and Board committees, annual and interim reports, press releases, minutes or resolutions of the Board and Board committees, minutes of general meetings, organization charts, other financial information (including budget), other relevant policies and guidelines (about risk management, corporate governance, internal control system, operations, etc.) of the Company.
7. As to guidance on directors' duties, roles and responsibilities, the following documents may be provided to Directors:
  - 7.1 A Guide on Directors' Duties issued by the Companies Registry; and
  - 7.2 The Guidelines for Directors and the Guide for Independent Non-executive Directors published by the Hong Kong Institute of Directors.
8. Arrangements may be made for new Directors to meet in person various personnel from the Company in order for the latter to discuss with and brief new Directors on topics or issues that fall within their purview. The personnel may include the following:
  - 8.1 Chairman of the Company, other fellow Directors, Chief Executive Officer, Chief Financial Officer, other key senior management members, Company Secretary, Director of Internal Audit Management Service.
9. New Directors may also request to meet other parties, such as external auditors, if deemed necessary.

## **D. CONTINUOUS PROFESSIONAL DEVELOPMENT**

10. Training to Directors does not stop when induction finishes as it is an ongoing process. The Company will provide information of any useful course or seminar to Directors and encourage them to attend, reasonable expenses of which will be reimbursed by the Company. The Company may also arrange external professional organizations to tailor-make courses, topics of which Directors find interested and pertinent. Directors are free to attend any training of their own choice which is conducive to effectively discharging their responsibility as a director.

11. The Company monitors the ongoing training of Directors by requesting them to fill in and submit to the Company a record of all kinds of trainings that they received over a financial year.

**E. LANGUAGE VERSION**

12. The text of this Policy appears in both English and Chinese languages. In case of discrepancy, the English version shall prevail.