

CHINA SHENSHAN ORCHARD HOLDINGS CO. LTD.
(Incorporated in Bermuda)
(Company Registration No. 41457)

RESPONSES TO QUERIES REGARDING THE ANNOUNCEMENT OF THE ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022

The Board of Directors (“**Board**”) of China Shenshan Orchard Holdings Co. Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”), refers to the queries raised by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 25 April 2023 regarding the Company’s announcement of its annual report for the financial year ended 31 December 2022 (“**FY2022 AR**”).

The SGX-ST’s queries and the Company’s responses are set out below:

Query 1

“In accordance with Listing Rule 710A(2), the Company is required to disclose, inter alia, the following in relation to its board diversity policy:

- a. the Company’s targets to achieve diversity on its board;*
- b. the Company’s accompany plans and timelines for achieving the targets; and*
- c. the Company’s progress towards achieving its targets within the timelines.*

We note that the Company has not disclosed the above in its FY2022 annual report. Please disclose accordingly.”

Company’s response to Query 1

The Company has disclosed the relevant information in relation to its board diversity policy in accordance with Rule 710A(2) of the SGX-ST Listing Manual under Provision 2.4 – Composition of the Board and the Board Committees, and Board Diversity Policy of the Corporate Governance Report in the FY2022 AR.

As indicated on page 20 of the FY2022 AR:

“Accordingly, the combination of skills, talents and experience of the Directors are sufficiently diversified to serve the needs and plans of the Group, and to ensure the effective oversight of the Group’s affairs. To ensure that the composition of the Board remains diverse, the Board aims to maintain a majority of its Board members to be made up of Non-Executive Directors, with at least half of the Board making up of Independent Directors and to ensure that there is at least one (1) female Director on the Board, at all times. Based on the current Board composition, the Company has met its independence and gender diversity targets.

The current composition of the Board reflects its commitment to the relevant diversity in gender, age, skills and knowledge.

Should there be any proposed new appointment(s) of member(s) to the Board, new Director(s), if any, will continue to be selected based on the Board Diversity Policy as part of the process for appointment of new Directors. The NC will evaluate the suitability of the nominee or candidate based on his/her qualifications, business and related experience, commitment, ability to contribute to the Board process and such other qualities and attributes that may be required by the Board before making its recommendations to the Board.”

For more information in relation to the Company’s Board Diversity Policy, please refer to Provision 2.4 – Composition of the Board and the Board Committees, and Board Diversity Policy of the Corporate Governance Report in the FY2022 AR.

Query 2

“It is disclosed on page 40 of the FY2022 annual report that, “In line with the Group’s internal compliance code, Directors, key officers and employees of the Group are prohibited from dealing in securities of the Company during the period commencing one (1) month before the date of the release of its half year and full year results until after the release of the announcement.”

Please confirm whether the Company (rather than just the directors, key officers and employees of the Group) are subject to the prohibition of dealing in the securities during the period commencing one (1) month before the date of the release of its half year and full year results until after the release of the announcement (i.e. buybacks).”

Company’s response to Query 2

The Company confirms that, other than its Directors, key officers and employees of the Group, the Company is also subject to the prohibition of dealing in its securities during the period commencing one (1) month before the date of the release of its half year and full year results until after the release of the relevant announcement.

By Order of the Board

Hu Chao
Executive Director and Chief Executive Officer
2 May 2023