



(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

Corporate Governance - Principles and Practices

The Board of Directors and the Management of Dah Sing Bank, Limited (the “Bank” or the “Group”) are committed to maintaining a high standard of corporate governance practices and devote considerable effort to identify and formalize best practices. We believe that sound and effective corporate governance practices are essential for delivering sustainable value, enhancing a culture of business integrity and maintaining investors’ confidence. Good corporate governance promotes and safeguards the interests of shareholders and other stakeholders including customers and employees, thereby enhancing the credibility and reputation of the Bank.

The Bank abides strictly by the relevant laws and regulations in Hong Kong, and observes the rules and guidelines issued by regulatory authorities including the Hong Kong Monetary Authority (“HKMA”). It has complied with the requirements set out in the Supervisory Policy Manual module CG-1 entitled “Corporate Governance of Locally Incorporated Authorised Institutions” (“CG-1”) and CG-5 entitled “Guideline on a Sound Remuneration System” (“CG-5”), Guidance on Empowerment of Independent Non-Executive Directors and the circulars on Bank Culture Reform issued by the HKMA in all material aspects.

The Bank has in place a corporate governance framework which identifies all the key participants of the Group and the ways which they relate to each other and their roles in the application of effective governance policies and processes.

The Bank has adopted a set of Board Governance Policy and Procedures (“BGPP”) since 2013. The BGPP of the Bank is subject to regular review and update to ensure compliance with the latest regulatory requirements.

The BGPP has been developed in pursuance of the requirements of the CG-1, which has laid down the governance framework and structures of the Bank covering the responsibilities of the board, the organization and functioning of the board, board committees, appointment of directors and succession, board qualification and training, delegation of authority and oversight of senior management, evaluation of the board and individual directors, governance in group structure, controls on structures established on behalf of customers, risk management, and legal obligations of directors.

The supervision of the management and direction of the business and affairs of the Bank shall be vested in the Board, who, in addition to the powers and authorities set out in the Bank’s constitutional documents expressly conferred upon them, may exercise all such powers and do all such acts and things as may be exercised or done or approved by the Bank. In discharging its responsibilities, the Board shall take into account the legitimate interests of shareholders, depositors and other relevant stakeholders.