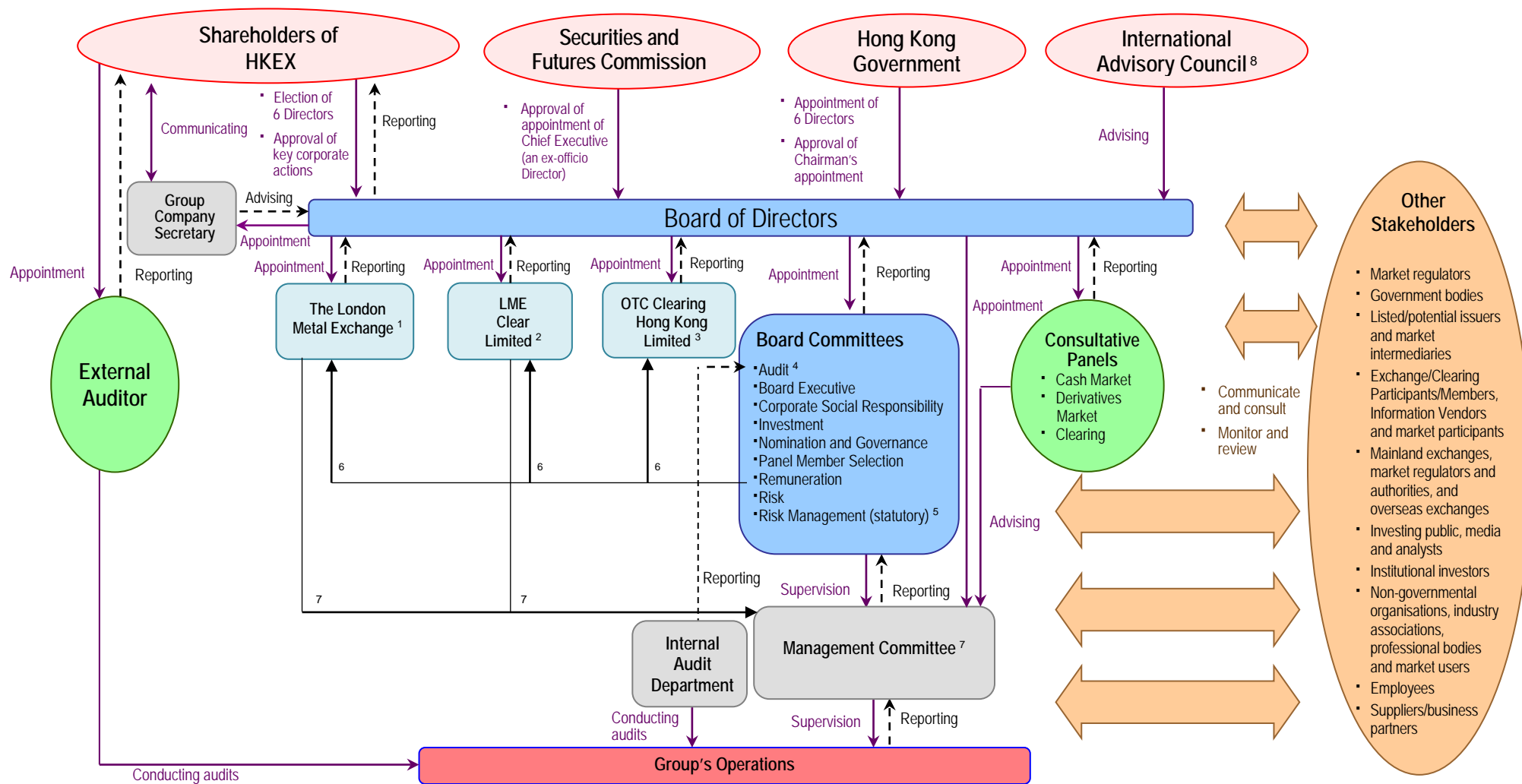


Corporate Governance Structure



- (1) HKEX appoints 7 directors (including LME's Chief Executive) to LME's Board of whom 3 are HKEX's Directors, and 1 of them also acts as the chairman of LME's Audit and Risk Committee and 2 of them also act as members of LME's Nomination Committee.
- (2) HKEX appoints 6 directors (including LME Clear's Chief Executive) to LME Clear's Board of whom 1 is an HKEX's Director who also acts as the chairman of LME Clear's Audit Committee and a member of LME Clear's Nomination Committee and Remuneration Committee.
- (3) HKEX appoints 7 directors to OTC Clear's Board of whom 1 is an HKEX's Director who also acts as the chairman of OTC Clear's Board and Risk Management Committee.
- (4) HKEX's Audit Committee is responsible for ensuring the effectiveness of the internal control systems of the Group (including LME, LME Clear and OTC Clear).
- (5) A statutory committee established under Section 65 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and consists of no more than 2 members appointed by HKEX and 3 to 5 members appointed by the Financial Secretary of Hong Kong.
- (6) Remuneration policies and related matters in respect of LME, LME Clear and OTC Clear are determined by HKEX's Remuneration Committee.
- (7) HKEX's Management Committee comprises certain senior executives of the Group (including LME and LME Clear). The Executive Committee, which comprises HKEX Chief Executive and selected members of the Management Committee, is responsible for supervising and coordinating all key business and operational activities in relation to the implementation of HKEX's Strategic Plan.
- (8) The International Advisory Council includes experts in economics, business, technology and finance from around the world, acting as advisors to HKEX's Board.

Note: The regulatory function of The Stock Exchange of Hong Kong Limited assumed by HKEX's Listing Department is separate from and independent of HKEX's income-generating business operations. In order to maintain impartiality, the regulatory function is supervised by Listing Committee and GEM Listing Committee which are totally independent of the Board.