



TYSAN HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 687)

Board Diversity Policy

Purpose

1. Tysan Holdings Limited (the “**Company**”) endorses the principle that its board of directors (the “**Board**”) should have a balance of skills, experience and diversity of perspectives appropriate to the Company’s business. This Policy sets out the approach to achieve diversity in the Company.

Scope of Application

2. This policy (the “**Policy**”) applies to the Board. It does not apply to diversity in relation to employees of the Company and its subsidiaries.

Policy Statement

3. In order to achieve a diversity of perspectives among members of its Board, it is the policy of the Company to consider a number of factors when deciding on appointments to the Board and the continuation of those appointments. The factors to be considered by the Board include gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge, and length of service. The Board will also take into account factors based on its business model and specific needs from time to time. All these factors are considered to be relevant to the Company’s business, for the following reasons:
 - (a) It is in the best interests of its shareholders that due account is taken of the interests of its employees, customers, suppliers, others with whom it does business, governmental and other institutions which have influence over the Company, and members of the public. A board whose composition has regard to the gender, age, cultural and educational background and ethnicity of its members is in a good position to take due account of such interests. The Company notes that The Stock Exchange of Hong Kong Limited does not consider board diversity to be achieved for a single gender board.
 - (b) Professional experience, skills, knowledge and length of service are self-evidently important contributors to the quality of the Board’s decision making.

- (c) The Board considers that the Company benefits substantially from the long term commitment by its principal shareholders to its affairs. This commitment is facilitated by those shareholders being appropriately represented on the Board.
4. The nomination committee of the Company (the “**Nomination Committee**”) has primary responsibility for identifying candidates suitably qualified to become Board members and making recommendation to the Board on the selection of candidates nominated for directorship. The Company will continue to decide on appointments to the Board having regard to the merit of candidates and the factors mentioned above and believes that doing so will be consistent with achieving a diversity of perspectives as described above.

Measurable Objectives

5. The Nomination Committee will discuss and agree annually measurable objectives for implementing diversity on the Board (the “**Objectives**”), review the progress in meeting the Objectives and recommend them to the Board for approval. The composition of the Board (including gender, age and length of service) will be disclosed in the annual Corporate Governance Report of the Company.
6. The Board will from time to time review one or more aspects of its diversity and measure progress accordingly.

Monitoring and Reporting

7. The Nomination Committee will monitor and report on the process it has used to implement this Policy in relation to Board appointments and the mandatory disclosure requirements in relation to this Policy in the annual Corporate Governance Report of the Company.

Disclosure of this Policy

8. This Policy will be published on the Company’s website for public information. A summary of this Policy, the measurable objectives which the Company has set for implementing this Policy and the results of the Nomination Committee’s review of the implementation of this Policy, will be published in the annual Corporate Governance Report of the Company.

Review of this Policy

9. The Nomination Committee will review the implementation and effectiveness of this Policy annually and recommend any proposed changes to the Board for approval.

First version adopted by the Board on 30 June 2014

Second version amended and adopted by the Board on 16 December 2022

Third version amended and adopted by the Board on 16 December 2025