

天工国际有限公司

董事会多元化声明

Tiangong International Company Limited

Board Diversity Statement

第一章 总则

Chapter One. General Provisions

第一条 本声明旨在列明天工国际有限公司（以下简称“公司”）为实现董事会成员多元化而采取的方针。

Article 1 The purpose of this statement is to set out the approach taken by Tiangong International Limited (hereinafter referred to as the "Company") to diversify its Board of Directors.

第二章 适用范围

Chapter Two. Scope of Application

第二条 本声明适用于公司董事会。

Article 2 This statement applies to the Board of Directors of the Company.

第三章 政策及原则

Chapter Three. Policies and Principles

第三条 董事会成员多元化是维持良好公司治理水平、达成战略目标并实现可持续发展的因素；

Article 3 Diversity of board members is an important factor in maintaining a good level of corporate governance, reaching strategic goals and achieving

sustainable growth.

第四条 公司在设定董事会成员组合时，从多个方面考虑董事会成员多元化，包括但不限于董事性别、年龄、民族、种族、文化及教育背景、地区、专业经验、技能、知识和服务任期及其他监管要求等；

Article 4 The Company considers the diversity of its Board of Directors in a number of ways when setting the composition of its Board of Directors, including, but not limited to, directors' gender, age, nation, race, cultural and educational background, region, professional experience, skills, knowledge and tenure of service and other regulatory requirements.

第五条 董事会成员的委任以董事会整体良好运作所需的技能和经验为本，并会依循客观标准全面评估候选人，同时充分考虑上述董事会成员多元化的目标和要求。

Article 5 Appointments to the Board are based on the skills and experience required for the good functioning of the Board as a whole, and candidates are thoroughly evaluated against objective criteria, with due regard to the objectives and requirements of diversity of the Board as described above.

第四章 监察及修订

Chapter Four. Monitoring and Revision

第六条 公司提名委员会在董事会提名董事候选人以及就董事人选提出建议时，均需遵循本政策；

Article 6 The Company's Nominating Committee is required to follow this policy when nominating director candidates to the Board of Directors and when making recommendations on director candidates.

第七条 公司提名委员会负责对董事会的架构、人数组成进行审查，研究审查有关董事的甄选标准、提名及委任程序，并向董事会提出建议，监察为执行本政策而制定的可计量目标的实现进度，以确保本政策的有效执行。

Article 7 The Company's Nomination Committee is responsible for conducting

a review of the structure and numerical composition of the Board of Directors, examining and reviewing the selection criteria, nomination and appointment procedures relating to the Directors and making recommendations to the Board of Directors and monitoring the progress in the achievement of the measurable objectives set for the implementation of this policy to ensure effective implementation of this policy.

第五章 披露

Chapter Five. Disclosure

第八条 本公司年度报告中披露本政策摘要及为执行本政策而制定的可计量目标和实现进度。

Article 8 A summary of this policy and the measurable objectives and progress towards achieving them set for the implementation of this policy are disclosed in the Company's annual report.

第六章 附则

Chapter Six. Supplementary Provisions

第九条 本声明的解释权和修订权均归属公司董事会；

Article 9 The right to interpret and revise this Statement is vested in the Company's Board of Directors.

第十条 本声明自董事会批准之日起生效。

Article 10 This statement is effective as of the date of its approval by the Board of Directors.