



Tempus Holdings Limited

(“Company”)

BOARD DIVERSITY POLICY

1. Purpose

This Policy aims to set out the approach to achieve diversity on the Company’s board of directors (“Board”).

2. Policy Statement

The Company recognizes and embraces the benefits of having a diverse Board to enhance the quality of its performance. A truly diverse Board will include and make good use of differences in the talents, skills, regional and industry experience, background, gender and other qualities of the member of the Board. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All appointment of the members of the Board are made on merit, in the content of the talents, skills, and experience the Board as a whole requires to be effective.

The Nomination Committee of the Company (the “NC”) reviews and assesses the composition of the Board and makes recommendations to the Board on appointment of new directors of the Company. The NC also oversees the conduct of the annual review of the effectiveness of the Board.

In reviewing and assessing the composition of the Board, the NC will consider the

benefits of all aspects of diversity, including without limitation, those described above, in order to maintain an appropriate range and balance of talents, skills, experience and background on the Board.

In recommending candidates for appointment to the Boards, the NC will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.

In overseeing the conduct of the annual review of the effectiveness of the Board, the NC will consider the balance of talents, skills, experience, independence and knowledge on the Board and the diversity representation of the Board.

3. Monitoring and Reporting

The NC will report annually, in the Corporate Governance Report, on the Board's composition under diversified perspectives, and monitor the implementation of this Policy.

4. Review of this Policy

The NC will review this Policy, as appropriate, to ensure the effectiveness of this Policy. The NC will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

August 2013