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ISP HOLDINGS LIMITED

昇柏控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 02340)

NON-COMPLIANCE WITH LISTING RULES AND CORPORATE GOVERNANCE CODE

Reference is made to the announcement (the “**Announcement**”) of ISP Holdings Limited (the “**Company**”) dated 1 June 2026 in relation to, among others, the non-compliance with Rule 13.92(2) of the Listing Rules and code provision B.3.5 of the CG Code. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those ascribed to them in the Announcement.

Pursuant to Rule 13.92(2) of the Listing Rules, the Stock Exchange will not consider diversity to be achieved for a single gender board. Pursuant to code provision B.3.5 of the CG Code, the Company should appoint at least one director of a different gender to the nomination committee.

As at the date of this announcement, the Company still does not meet the requirements under Rule 13.92(2) of the Listing Rules and code provision B.3.5 of the CG Code.

As disclosed in the Announcement, pursuant to the Board Diversity Policy of the Company, the Company seeks to achieve Board diversity to ensure that the Board has the balance of skills, knowledge, experience and diversity of perspectives appropriate to the achievement of the strategic objectives and sustainable development of the Company based on a range of diversity perspectives, including but not limited to skills, background, experience, knowledge, expertise, culture, independence, race, gender, and other qualities of Directors. In identifying and selecting suitable candidates to serve as a Director of the Company, the Nomination Committee would consider the above criteria to complement the Group’s strategy and achieve Board diversity, where appropriate, before making recommendations to the Board. However, identifying a suitable female candidate has proven challenging due to several factors, including stringent qualification requirements and the limited pool of experienced female professionals in the relevant industry. Market competition for such candidates has further contributed to the difficulty and delay.

The Company is actively addressing these challenges and requires additional time to identify and appoint a female candidate as Director. The Board will continue to use its best endeavours to secure a suitable appointment, with the target completion date set before the end of November 2026, in order to comply with Rule 13.92(2) of the Listing Rules and code provision B.3.5 of the Corporate Governance Code.

Further announcement(s) will be made by the Company as and when appropriate.

By order of the Board
ISP Holdings Limited
Kingston Chu Chun Ho
Chairman

Hong Kong, 31 August 2026

As at the date of this announcement, the Board comprises Mr. Kingston Chu Chun Ho (Chairman) as Executive Director; Mr. Lam Chun Kit as Non-Executive Director; and Mr. Lau Man Tak, Mr. Eric Lee Hon Man and Mr. To Chun Wai as Independent Non-Executive Directors.