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**TYSAN HOLDINGS LIMITED**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 687)**

**PROPOSED AMENDMENTS TO THE BYE-LAWS**

The Board proposes to amend the Bye-laws in order to bring the Bye-laws in line with the recent amendments of the Listing Rules by the Stock Exchange. The proposed amendments to the Bye-laws are subject to the approval of the Shareholders by way of passing a special resolution to be proposed at the Annual General Meeting.

A circular containing, among other things, details concerning the proposed amendments to the Bye-laws and a notice convening the Annual General Meeting setting out, among other things, the full text of the proposed amendments to the Bye-laws is being despatched to the Shareholders today.

**PROPOSED AMENDMENTS TO THE BYE-LAWS**

The board of directors (the “Board”) of Tysan Holdings Limited (the “Company”) proposes to amend the bye-laws of the Company (the “Bye-laws”) in order to bring the Bye-laws in line with the recent amendments of the Rules Governing the Listing of Securities (“Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The proposed amendments to the Bye-laws relate to (a) the Company’s corporate communication to shareholders, and (b) the rights of a shareholder of the Company (“Shareholder”) which is a recognized clearing house within the meaning of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“Clearing House”) to appoint multiple proxies/corporate representatives at any meeting of the Shareholders.

The main purpose of the proposed amendments to the Bye-laws regarding (a) above is to allow the Company to send corporate communication to the Shareholders, in addition to traditional means of communication, also by electronic means, including

making such communications available on the Company's or other website and the website of the Stock Exchange, subject to the prior written approval of such electronic means of communication by the Shareholders concerned and the compliance by the Company with the Listing Rules and the applicable laws of Bermuda, which are intended to bring the Bye-laws in that regard in line with the amendments to the Listing Rules that came into effect on 1 January 2009.

The proposed amendments to the Bye-laws regarding (b) above, which has the effect of allowing a Clearing House to appoint multiple proxies/corporate representatives to attend and vote at any meeting of the Shareholders, is to bring the Bye-laws in that regard in line with the updated requirements of the Stock Exchange.

For the aforesaid purpose, the Board proposes to put forward to the Shareholders for approval at the forthcoming annual general meeting of the Company to be held at 4:00 p.m. on Tuesday, 4 August, 2009 (the "Annual General Meeting") a special resolution to amend the Bye-laws.

A circular containing, among other things, details concerning the proposed amendments to the Bye-laws and a notice convening the Annual General Meeting setting out, among other things, the full text of the proposed amendments to the Bye-laws is being despatched to the Shareholders today.

By Order of the Board  
**Tysan Holdings Limited**  
**Wong Suk Han, Kitty**  
*Company Secretary*

Hong Kong, 6 July 2009

*As at the date of this announcement, the executive Directors are Mr. Francis Cheung; Mr. Fung Chiu Chak, Victor; Mr. David Chien; Miss Jennifer Kwok; Mr. Chiu Chin Hung and Mr. Wong Kay; and the independent non-executive Directors are Mr. Fan Chor Ho, Paul; Mr. Tse Man Bun and Mr. Lung Chee Ming, George.*

*Company website : [www.tysan.com](http://www.tysan.com)*