

GREAT CHINA HOLDINGS LIMITED

大中華集團有限公司

(Incorporated in Hong Kong with limited liability)

(于香港注册成立之有限公司)

DIVIDEND POLICY

股息政策

ADOPTED BY THE BOARD ON 3 DECEMBER 2018

董事会于二零一八年十二月三日采纳

1 Constitution 章程

- 1.1 The Dividend Policy (the “Policy”) was approved and adopted on 3 December 2018 pursuant to a resolution passed on the same day by the board (the “Board”) of directors (the “Directors”) of Great China Holdings Limited (the “Company”).

股息政策（「该政策」）于二零一八年十二月三日根据大中华集团有限公司（「本公司」）董事（「董事」）会（「董事会」）于同日通过的决议案所通过及采纳。

2 Purpose 目的

- 2.1 The Policy is to ensure that the Board maintains an appropriate procedure on declaring and recommending the dividend payment of the Company. Accordingly, the Policy aims to allow the shareholders of the Company (the “Shareholders”) to participate in the Company’s profits whilst preserving the Company's liquidity to capture future growth opportunities.

该政策是为了确保董事会在宣布和建议分派公司股息时保持适当的程序。因此，该政策旨在既让本公司股东（「股东」）享有本公司的利润，同时保留本公司的流动资金以捕捉未来的增长机会。

3 Consideration 考虑因素

- 3.1 The declaration and recommendation of dividends is subject to the decision of the Board after considering the Company’s ability to pay dividends, which will depend upon, among other things:

股息的宣布和建议取决于董事会在考虑公司支付股息的能力之后的决定，这将取决于以下因素：

- financial results;
财务业绩;

- cashflow;
现金流量;
- Shareholders' interests;
股东利益;
- general business conditions and strategies;
日常业务状况和策略;
- current and future operations;
目前以及未来的运营;
- liquidity and capital requirements;
流动资金及资本需求;
- taxation considerations;
税务考虑;
- statutory and regulatory restrictions; and
法定和监管限制; 及
- any other factors the Board may deem relevant.
董事会认为相关的任何其他因素。

3.2 The Board has complete discretion on whether to pay a dividend, subject to Shareholders' approval, where applicable. Even if the Board decides to recommend and pay dividends, the form, frequency and amount will depend upon the operations and earnings, capital requirements and surplus, general financial condition, contractual restrictions and other factors of and affecting the Company and its subsidiaries (the "Group").

在适用的情况下，董事会可自行决定是否支付股息，但须经股东批准。即使董事会决定建议并支付股息，其形式、频率和金额将取决于运营及盈利、资本需求及盈余、一般财务状况、合约限制及影响本公司及其附属公司（「本集团」）的其他因素。

3.3 The Board may also consider declaring special dividends from time to time, in addition to the interim and/or annual dividends.

除中期及/或年度股息外，董事会亦可不时宣派特别股息。

4 Review 检讨

4.1 The Policy reflects the Company's views on the financial and cash flow position of the Group prevailing at the time of its adoption.

该政策反应了本公司对本集团现时普遍接受的财务及资金流动状况的看法。

4.2 The Company shall review and reassess the Policy and its effectiveness on a regular basis or as required.

公司应定期或按要求检讨和重新评估该政策及其有效性。