

GLORY SUN FINANCIAL GROUP LIMITED
寶新金融集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 01282)
(the “**Company**”)

DIVIDEND POLICY

*(adopted by the board of directors of the Company (the “**Board**”) in March 2019
and updated in May 2019)*

1. PURPOSE

- 1.1 This dividend policy (the “**Policy**”) set out the principles and guidelines that the Company intends to apply in relation to the declaration, payment or distribution of its net profits as dividends to the shareholders of the Company.

2. PRINCIPLES AND GUIDELINES

- 2.1 Subject to the Companies Act of the Cayman Islands and the memorandum and articles of association of the Company adopted pursuant to special resolution on 24 November 2010 (the “**Memorandum and Articles of Association**”), the Company may from time to time declare dividends in any currency to be paid to the members of the Company but no dividend shall be declared in excess of the amount recommended by the Board. The Board may also from time to time pay to the members of the Company such interim dividends as appear to the Board to be justified by the profits of the Company.
- 2.2 In accordance with the Memorandum and Articles of Association, dividends may be declared and paid out of the profits of the Company, realised or unrealised, or from any reserve set aside from profits which the directors of the Company determine is no longer needed. Before recommending any dividend, the Board may set aside out of the profits of the Company such sums as it determines as reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the Company may be properly applied.
- 2.3 With the sanction of an ordinary resolution, dividends may also be declared and paid out of share premium account or any other fund or account which can be authorised for this purpose in accordance with the Companies Act of the Cayman Islands.
- 2.4 The Company does not have any pre-determined dividend payout ratio.
- 2.5 The Board shall also take into account the following factors of the Company and its subsidiaries (collectively referred to as the “**Group**”) when considering the declaration and payment of dividends:
- (i) financial results;
 - (ii) cash flow situation;
 - (iii) business conditions and strategies;
 - (iv) future operations and earnings;
 - (v) capital requirements and expenditure plans;

- (vi) interests of shareholders;
 - (vii) any restrictions on payment of dividends; and
 - (viii) any other factors that the Board may consider relevant.
- 2.6 Depending on the financial conditions of the Company and the Group and the conditions and factors as set out above, dividends may be proposed and/or declared by the Board for a financial year or period:
- (i) interim dividend;
 - (ii) final dividend;
 - (iii) special dividend; and
 - (iv) any distribution of net profits that the Board may deem appropriate.
- 2.7 Any final dividend for a financial year will be subject to shareholders' approval.
- 2.8 The Company may declare and pay dividends by way of cash or scrip or by other means that the Board considers appropriate.
- 2.9 Any dividend unclaimed shall be forfeited and shall revert to the Company in accordance with the Memorandum and Articles of Association.

3. REVIEW OF THE POLICY

- 3.1 Any amendments to the Policy must be approved by the Board.

May 2019