

FUJIKON INDUSTRIAL HOLDINGS LIMITED

富士高實業控股有限公司*

(Incorporated in the Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(stock code: 927)

(股份代號: 927)

(the “**Company**”, together with its subsidiaries, the “**Group**”)

(「**本公司**」，連同其附屬公司統稱「**本集團**」)

DIVIDEND POLICY

股息政策

1. Purpose

The dividend policy (the “**Policy**”) aims to ensure a stable return to the shareholders of the Company and to use the Group’s capital more effectively with this dividend policy.

宗旨

股息政策（「**本政策**」）旨在確保本公司股東可獲取穩定的回報，並遵循本股息政策更有效地使用本集團的資本。

2. Dividend

It is the policy of the board of directors of the Company (the “**Board**”) to recommend or declare dividends to the shareholders of the Company to (i) allow them to benefit from the Group’s profit; and (ii) retain adequate reserves for meeting the Group’s working capital requirement and future growth. In proposing any dividend payout, the Board shall take into account the following factors:

股息

本公司董事會（「**董事會**」）採取的政策為建議派付或宣派股息予本公司股東，以(i)使得彼等可從本集團的溢利中受益；及(ii)留存充裕的儲備以滿足本集團營運資金需求及未來發展需要。於建議派付任何股息時，董事會將考慮下列各項因素：

(a) the requirements of the Company’s constitutional documents;

(a) 本公司組織章程的各項規定；

(b) the solvency requirements of the Companies Law of Bermuda;

(b) 百慕達公司法的償付能力規定；

* for identification purpose only

僅供識別

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| (c) there being sufficient amount of retained profits and distributable reserves of the Company for the dividend payment; | (c) 本公司擁有充足的保留溢利及可供分派儲備以供派付股息； |
| (d) any financial covenants and other restrictions that exist with respect to certain of the Company's financing arrangements and other agreements by which the Company is bound from time to time; | (d) 因本公司若干融資安排及本公司不時簽訂的其他協議而存續的財務契約及其他限制； |
| (e) the earnings, financial position, results of operation, expansion plans, working capital requirements, and anticipated cash needs of the Company and its subsidiaries; | (e) 本公司及其附屬公司的收益、財務狀況、經營業績、擴張計劃、營運資金需求及預期現金需求； |
| (f) the payment by subsidiaries of cash dividends to the Company; and | (f) 附屬公司支付予本公司的現金股息；及 |
| (g) other factors which the Board may deem appropriate. | (g) 董事會認為適當的其他因素。 |

With respect to restriction (e) above, if any of the subsidiaries incurs debt on its own behalf in the future, the instruments governing the debt, such as the indenture governing any notes/bonds, may restrict its ability to pay dividends or make other payments to the Company, and the corporate laws applicable to the subsidiaries also impose requirements that these subsidiaries must meet before they may pay dividends to the Company.

關於上文第(e)項限制，倘任何附屬公司日後出現債務，則規管債務的有關文據（如規管任何票據 / 債券的契約）或會限制其向本公司派付股息或作出其他分派的能力，且該等附屬公司的適用公司法例亦載有該等附屬公司於向本公司派付任何股息前應遵守的規定。

3. Form and frequency

The form and frequency of dividend declaration and payment shall be at the sole and absolute discretion of the Board.

形式及頻率

宣派及派付股息的形式及頻率將由董事會全權酌情釐定。

4. Consistent dividend payment over time

The Board shall seek to maintain consistency from year to year by smoothing the effect of any variation in free cash flows that may be due to one off gains or losses in individual years.

5. Legal effect of the Policy

The Policy does not constitute a legally binding commitment in respect of the future dividends.

6. Monitoring and review of the Policy

6.1 The Board will monitor the implementation of the Policy.

6.2 The Board will review the Policy, as appropriate, to ensure the compliance of the Policy and discuss and approve any revision as and when require.

7. Disclosure and reporting

7.1 The Policy will be published on the Company's website.

7.2 A summary of the Policy will be disclosed in the corporate governance report of the annual report of the Company.

Adopted on 18 March 2019

This document is in English and Chinese. In case of any inconsistency, the English version shall prevail.

股息派付的一貫性

董事會將透過紓緩因個別年度的一次性盈虧導致自由現金流量可能發生變動的影響，力求保持該年度派息的一貫性。

本政策的法律效力

本政策並不構成有關於日後派發股息的具有法律約束力的承諾。

監督及審查本政策

董事會將監督本政策的執行情況。

董事會將審查本政策（倘適當）以確保遵守本政策，並於必要時商討及批准進行任何修訂。

披露及報告

本政策將於本公司網站刊載。

本政策的概要將於本公司年報內企業管治報告中披露。

於 2019 年 3 月 18 日採納

本文件以英文及中文發出。中、英文版如有任何歧義，概以英文版為準。