

REAL GOLD MINING LIMITED
(the “Company”)
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 246)

DIVIDEND POLICY

(Adopted on 28 December 2018)

1. PURPOSE

This Dividend Policy (the “Policy”) aims to 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 The board of directors (the “Board”) of the Company adopts the policy that, in recommending or declaring dividends, the Company shall maintain adequate cash reserves for meeting its working capital requirements and needs for future growth as well as its shareholder value in the long-run.

2.2 Notwithstanding anything in this Policy, the amount of dividends (if any) that may be declared and distributed to the shareholders of the Company is subject to the discretion of the Board, the Articles of Association of the Company and all applicable laws and regulations and the factors set out below.

2.3 The Board shall also take into account the following factors of the Company and its subsidiaries (collectively, the “Group”) when considering the declaration and payment of dividends:

- financial results;
- cash flow situation;
- availability of distributable profits;
- business conditions and strategies;
- future operations and earnings;
- development plans;
- cash requirements;
- capital requirements and expenditure plans;
- interests of shareholders;
- any restrictions on payment of dividends; and
- any other factors that the Board may consider relevant.

- 2.4 Depending on the financial conditions of the Company and the Group and the conditions and factors as set out above, the following dividends may be proposed and/or declared by the Board for a financial year or period:
- interim dividend;
 - final dividend;
 - special dividend; and
 - any distribution of net profits that the Board may deem appropriate.
- 2.5 Any final dividend for a financial year will be subject to shareholders' approval.
- 2.6 The Company may declare and pay dividends by way of cash or scrip or by other means that the Board considers appropriate.
- 2.7 Any dividend unclaimed shall be forfeited and shall revert to the Company in accordance with the Articles of Association of the Company and the applicable laws and regulations.

3. REVIEW OF THE POLICY

The Board will review the Policy as appropriate from time to time.

Note: If there is any inconsistency between the English and Chinese versions of this document, the English version shall prevail.