

**CHINA RESOURCES BEER (HOLDINGS) COMPANY LIMITED**

華潤啤酒（控股）有限公司

*(incorporated in Hong Kong with limited liability)*

(the “**Company**”)

**DIVIDEND POLICY (the “Policy”)**

*(Adopted by the Company at a meeting of*

*the board of directors of the Company on 21 November 2018)*

The Company adopts a general dividend policy that aims to provide shareholders of the Company with an annual dividend payout of not less than 20% of the Group’s profit attributable to shareholders in any financial year, subject to the criteria set out below.

Such declaration and payment of dividends shall remain to be determined at the sole discretion of the board of directors of the Company (the “**Board**”) and subject to all applicable requirements (including without limitation restrictions on dividend declaration and payment) under the Companies Ordinance (Cap. 622 of the Laws of Hong Kong) and the Articles of Association of the Company.

In proposing any dividend payout, the Board shall also take into account, inter alia:-

- the Company and its subsidiaries’ (collectively, the “**Group**”) actual and expected financial performance;
- shareholders’ interests;
- general business conditions and strategies;
- retained earnings and distributable reserves of the Company and each of the other members of the Group;
- the level of the Group's debts to equity ratio, return on equity and financial covenants to which the Group is subject;
- any contractual restrictions on payment of dividends by the Company to its shareholders or by the Company’s subsidiaries to the Company;
- the Group's expected working capital requirements and future expansion plans;
- liquidity position and future commitments at the time of declaration of dividend;
- taxation considerations;
- possible effects on the Group’s creditworthiness;
- statutory and regulatory restrictions;

- general economic conditions, business cycle of the Group's business and other internal or external factors that may have an impact on the business or financial performance and position of the Company; and
- other factors that the Board deems appropriate.

The Board may propose the payment of dividends, if any, with respect to the Company's shares on a per share basis.

Except in the case of interim dividend (see below), any dividends declared by the Company must be approved by an ordinary resolution of shareholders at an annual general meeting and must not exceed the amount recommended by the Board.

The Board may from time to time pay to the shareholders such interim dividends as appear to the directors to be justified by the profits of the Company available for distribution.

In addition to cash, dividends may be distributed in the form of shares subject to and in accordance with the procedures set out in the Company's Articles of Association.

The Company will continually review the Policy and reserves the right in its sole and absolute discretion to update, amend and/or modify the Policy at any time, and this Policy shall in no way constitute a legally binding commitment by the Company that dividends will be paid in any particular amount and/or in no way obligate the Company to declare a dividend at any time or from time to time.

*NOTE: This document has been translated into Chinese. In case of discrepancies between the English version and Chinese version, the English version shall prevail.*