

**Narnia (Hong Kong) Group Company Limited**  
**納尼亞 ( 香港 ) 集團有限公司**  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 8607)

**Dividend Policy**

1. Pursuant to the Appendix 15 to the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), the board of directors (the “**Board**”) of Narnia (Hong Kong) Group Company Limited (the “**Company**”) sets out below the policy to provide shareholders of the Company (the “**Shareholders**”) information in relation to declaration and payment of dividends (the “**Dividend Policy**”).
2. Pursuant to the Dividend Policy, provided the Company and its subsidiaries (the “**Group**”) is profitable and without affecting the normal operations of the Group, the Board may consider to declare and pay dividends to the Shareholders.
3. In deciding whether to propose a dividend and in determining the dividend amount, the Board shall take into account, inter alia:-
  - a) the general financial condition of the Group;
  - b) capital and debt level of the Group;
  - c) future cash requirements and availability for business operations, business strategies and future development needs;
  - d) any restrictions on payment of dividends that may be imposed by the Group’s lenders;
  - e) the general market conditions; and
  - f) any other factors that the Board considers appropriate.
4. The payment of the dividend by the Company is also subject to any restrictions under the Companies Law of the Cayman Islands and the Amended and Restated Articles of Association of the Company. Any final dividends declared by the Company must be approved by an ordinary resolution of the 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 and/or special dividends as it considers to be justified by the profits of the Group.
5. Any declaration and/or payment of future dividends under the Dividend Policy are/is

subject to the Board's determination that the same would be in the best interests of the Group and the Shareholders as a whole. The Board endeavors to strike a balance between the Shareholders' interests and prudent capital management with a sustainable Dividend Policy. The Board will review the Dividend Policy from time to time and may exercise at its sole and absolute discretion to update, amend and/or modify the policy at any time as it deems fit and necessary. The Dividend Policy will continue to be reviewed from time to time and there can be no assurance that a dividend will be proposed or declared in any specific periods.

6. If you have any questions in relation to Dividend Policy, please make a written enquiry to the Company at 19th Floor, Three Exchange Square, 8 Connaught Place, Central, Hong Kong.