TIMELESS RESOURCES HOLDINGS LIMITED
天時資源控股有限公司

(Incorporated in Hong Kong with limited liability)
(Stock code: 8028)

DIVIDEND POLICY

(Amended and adopted by the Company on 25 June 2026 with retrospective effect from 1 April 2026)

1. The Board adopts this dividend policy (the "Policy") that, in recommending or declaring dividends, the Company shall maintain adequate cash reserves to meet its working capital requirements and support its future growth while enhancing shareholder value. The Board shall also take into account, inter alia:

   (a) the Group's actual and expected financial performance;

   (b) shareholders' interests;

   (c) retained earnings and distributable reserves of the Company and each of the other members of the Group;

   (d) the level of the Group's debts to equity ratio, return on equity and financial covenants to which the Group is subject;

   (e) possible effects on the Group's creditworthiness;

   (f) any restrictions on payment of dividends that may be imposed by the Group's lenders;

   (g) the Group's expected working capital requirements and future expansion plans;

   (h) liquidity position and future commitments of the Group at the time of declaration of dividend;

   (i) taxation considerations;

   (j) statutory and regulatory restrictions;

   (k) general business conditions and strategies;

   (l) 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

   (m) other factors that the Board deems appropriate.

2. Pursuant to the Policy, the declaration and payment of dividends shall remain to be determined at the discretion of the Board and subject to all applicable requirements under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the Articles of Association of the Company. Except for the interim dividend which can be declared and distributed by the discretion of the Board, any dividends declared by the Company must be approved by an ordinary resolution of shareholders at the general meeting and must not exceed the amount recommended by the Board.

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