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**3SBIO INC**

**DIVIDEND POLICY**

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It is the policy of the Board of Directors of 3SBio Inc. (“**Company**”), in considering the payment of dividends, to allow shareholders of the Company to participate in the Company’s profits whilst retaining adequate reserves for the Group’s future growth.

The Board shall consider the following factors before declaring or recommending dividends:

• *the Company’s actual and expected financial performance;*

*• retained earnings and distributable reserves of the Company and each of the members of the Group;*

*• the Group’s working capital requirements, capital expenditure requirements and future expansion plans;*

*• the Group’s liquidity position;*

*• 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 relevant.*

The payment of dividend is also subject to compliance with applicable laws and regulations including the laws of Cayman Islands and the Company’s Memorandum and Articles of Association.

As a holding company, the Company is dependent upon the receipt of cash distributions from Shenyang Sansheng, Sunshine Guojian, and its other subsidiaries, to fund any dividend payments that the Company makes. The ability of these subsidiaries to make dividend and other payments to the Company will be restricted by their constitutional documents and to the laws of and regulations of the People’s Republic of China or other relevant laws and regulations to which those subsidiaries are subject.

The text of this policy appears in both English and Chinese languages. In case of discrepancy, the English version shall prevail.

This policy was adopted by resolutions of the directors passed on 20 March 2019.

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**三生制药 股息政策**

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當釐訂股息之分派，三生制药董事会之政策为：使本公司股東分享本公司盈利，且为本公司發展預留充足资金。

董事会在宣佈派發或建議派發股息前，須考慮下列因素：

• 本公司的實際和預期財務業績；

• 本公司及本集團各附屬公司的留存盈利和可分配儲備金；

• 本集團預期營運資本要求，資本支出要求及未來擴展計劃；

• 本集團的流動資金狀況；

• 整體經濟狀況、本集團業務的商業週期，以及對本公司業務状况、財務状况可能有影響的內在或外在因素；及

• 董事会認為相關的其他因素。

本公司派付股息亦須遵守適用的法例及規例，包括開曼群島法律及本公司組織章程大綱及公司章程。

作為控股公司，本公司股息分派有賴於沈阳三生，三生国健及其他附屬公司向本公司提供資金。該等附屬公司向本公司派付股息及提供其他分派的能力將受彼等的章程文件、中国法律及法規或該等附屬公司所須遵守的其他相關法律及法規所限。

本政策文本分為中英文版本。若兩者出現差異，概以英文版本為準。

本政策於2019年3月20日的董事會決議通過予以採納。