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**DIVIDEND DISTRIBUTION POLICY  
OF  
SUREFLO TECHCON LIMITED**

CIN: U74999MH2013PLC241949

The objective of this policy is to establish the principles and criteria to be considered by the Board of Directors prior to recommending dividend to the equity shareholders of Sureflo Techcon Limited ("The Company").

The policy is framed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has endeavored to judiciously balance rewarding shareholders through dividends, whilst supporting future growth and long-term interests of the Company and its stakeholders.

**PARAMETERS TO BE CONSIDERED BEFORE RECOMMENDING DIVIDEND**

The Board of Directors shall interalia consider the following parameters before recommending dividend:

**Statutory and Regulatory Parameters**

The Company shall declare dividend only after ensuring compliance with requisite regulations and directives as per the provisions of the Companies Act, 2013 and rules made there under, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and any other regulations as maybe applicable from time to time.

**Financial Parameters**

- Growth in the loan portfolio;
- Funding and liquidity considerations;
- Leverage ratios;
- Profits earned during the financial year;
- Accumulated reserves
- Profitability outlook for the next two/three years
- Investment requirements of the Company in its subsidiaries and associate companies;
- Expected future capital/liquidity requirements;
- Compliance with covenants contained in any agreement entered into by the Company with its lenders/debenture trustees, if any;
- Other factors and/or material events which the Board may consider;



### **External Factors**

- Shareholder expectations, including individual shareholders;
- Macro-economic conditions;
- Taxation provisions;
- Government Policies

### **CIRCUMSTANCES UNDER WHICH SHAREHOLDERS MAY OR MAY NOT EXPECT DIVIDEND**

The Board may not recommend any dividend if one or more of the eligibility criterion for recommendation of Dividend have not been fulfilled by the company, including any regulatory restriction placed on the company regarding declaration of Dividend or if the Board is of the opinion that it would be prudent to conserve capital for growth or other exigencies which shall be stated by the Board.

### **UTILISATION OF RETAINED EARNINGS**

Retained earnings shall be utilized in accordance with prevailing regulatory requirements, creating reserve for specific objectives, fortifying the balance sheet against contingencies, generating higher returns for shareholders through reinvestment of profits for future growth and expansion and any other specific purpose as approved by the Board of Directors of the company.

The company shall endeavor to utilize retained earnings in a manner that shall be beneficial to both, the interests of the Company and its stakeholders.

### **DIVIDEND AND CLASSES OF SHARES**

The Board may declare interim or recommend final and/or special dividend as may be permitted under the Companies Act, 2013 or any amendment, modification, variation or re- enactment thereof.

Currently, the company does not have any other class of shares (including shares with differential voting rights) other than equity shares and Compulsory Convertible Preference shares ("CCPS"). In the absence of any other class of shares and/or shares with differential voting rights, the entire distributable profit for the purpose of declaration of dividend is considered for equity shares.

### **CONFLICT OF POLICY**

In the event of a conflict between this policy and the extant regulations, the regulations shall prevail.

### **AMMENDMENTS**

To the extent any change/amendment is required in terms of applicable law or change in regulations, the regulations would prevail over the policy and the provisions in the policy would be suitably modified to make it consistent with the law. Such amended policy shall be placed before the Board for noting and necessary ratification.

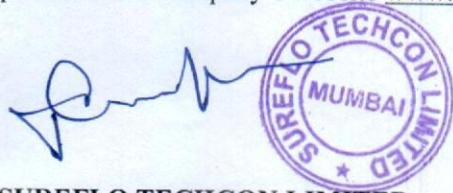


## **REVIEW OF POLICY**

The Board shall periodically review the Dividend Distribution Policy of the Company.

## **DISCLOSURE OF POLICY**

The Dividend Distribution Policy shall be disclosed in the Annual Report of Sureflo Techcon Limited and placed on the Company's website [www.sureflo.in](http://www.sureflo.in)

A handwritten signature in blue ink is written over a circular purple stamp. The stamp contains the text "SUREFLO TECHCON LIMITED" around the top edge and "MUMBAI" in the center, with a small star at the bottom.

**SUREFLO TECHCON LIMITED**  
**Effective Date: 08/04/2025**