

## **DIVIDEND DISTRIBUTION POLICY**

### **PREAMBLE**

The Equity shares of NRB Industrial Bearings Limited (the 'Company') are listed with BSE Limited and National Stock Exchange of India Limited. As per Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**), as amended from time to time, top 1000 listed companies based on the market capitalization is required to frame and adopt a Dividend Distribution Policy. However, the listed entities other than those specified under sub-regulation (1) of regulation 43A may disclose their dividend distribution policies on a voluntary basis on their websites and provide a web-link in their annual reports Accordingly, the Board of Directors of the Company (**'the Board'**) has approved this Dividend Distribution Policy of the Company on voluntary basis at its meeting held on 05<sup>th</sup> August 2022

The Board of Directors shall recommend dividend in compliance with this policy, the provisions of the Companies Act, 2013 and Rules made thereunder and other applicable legal provisions.

### **OBJECTIVE**

The objective of the Dividend Distribution Policy of the Company is to reward shareholders by sharing a portion of the available profits, after ensuring that sufficient funds are retained for the future business requirements of the Company.

Any subsequent amendment/ modification in the applicable statutes in this regard shall automatically apply to this Policy.

This policy shall be put up on the website of the Company.

### **DEFINITION**

- a. 'Act' means the Companies Act, 2013 and Rules made thereunder, including any amendments or modifications thereof.
- b. 'Board of Directors' or 'Board' means the collective body of the Directors of the Company.
- c. 'Company' mean 'NRB Industrial Bearings Limited' .
- d. 'Policy' means, the 'Dividend Distribution Policy'.

### **FACTORS TO BE CONSIDERED FOR DIVIDEND PAYOUT**

The Company shall comply with the relevant statutory requirements that are applicable to the Company in declaring dividend or retained earnings. Generally, the Board shall determine the dividend for a particular period after taking into consideration the financial performance of the Company, the advice of management and other various internal and external factors, including but not limited to the following before making any recommendation for dividends:

1. Stability of earnings
2. Cash flow from operations

3. Future growth plans and investment opportunities (including investment requirements for the Company in its subsidiary)
4. Adequate cash utilization opportunities
- 5 Industry outlook
6. Liquidity and return ratios
7. Minimum cash required for contingencies or unforeseen events
8. Overall economic / regulatory environment
9. Contingent liabilities
10. Past dividend trends
11. Any other contingency plans
12. Buyback of shares or any such alternate profit distribution measure
13. Any other relevant factors and material events

### **PARAMETERS THAT SHALL BE ADOPTED WITH REGARD TO VARIOUS CLASSES OF SHARES**

The Company has issued only one class of shares viz. equity shares. Parameters for dividend payments in respect of any other class of shares will be as per the respective terms of issue and in accordance with the applicable regulations and will be determined, if and when the Company decides to issue other classes of shares.

### **GENERAL**

Retained earnings will be used for Company's growth plans, expected capital adequacy / liquidity requirements, debt repayments and other contingencies. If the Board decides to deviate from this policy, the rationale for the same will be suitably disclosed.

### **REVIEW**

This policy would be subject to revision / amendment on a periodic basis, as may be necessary.

**Note: At present the company is not required to frame and adopt a Dividend Distribution Policy. However, the above policy is framed and adopted on voluntary basis and in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**