

VIVANTA INDUSTRIES LIMITED

Regd. Office: 403/TF, Sarthik II, Opp. Rajpath Club, S.G Highway, Bodakdev, Ahmedabad-380054.
Phone: 079-26870952, email: compliance@vivantaindustries.com, website: www.vivantaindustries.com
CIN: L74110GJ2013PLC075393

DIVIDEND DISTRIBUTION POLICY

1. Introduction

1.1 As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has decided to formulate and disclose its Dividend Distribution Policy.

1.2 The objective of this policy is to provide the dividend distribution framework to the stakeholders of the Company. 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.

1.3 The Board may declare:

(i) Interim dividend followed by recommendation of such additional amount as final dividend

(ii) Final dividend or

(iii) Special dividend in each case as may be permitted under the Companies Act, 2013 or any amendments, modification, variation or re-enactment thereof.

2. Determination for Dividend Pay-out

2.1 Dividend will be declared out of the current year's Profit after Tax of the Company on a Standalone basis.

2.2 The Board may consider utilising retained earnings for declaration of dividends, subject to applicable legal provisions.

2.3 Other Comprehensive Income' (as per applicable Accounting Standards) which mainly comprises of unrealized gains/losses, will not be considered for the purpose of declaration of dividend.

2.4 Dividend pay-out is an important decision as it determines the amount of profits to be distributed amongst the shareholders and to be ploughed back into the businesses for future growth. It is therefore necessary to have an optimal dividend pay-out policy that achieves sustainable growth in the Company and therefore enhances long-term shareholder' value.

VIVANTA INDUSTRIES LIMITED

Regd. Office: 403/TF, Sarthik II, Opp. Rajpath Club, S.G Highway, Bodakdev, Ahmedabad-380054.
Phone: 079-26870952, email: compliance@vivantaindustries.com, website: www.vivantaindustries.com
CIN: L74110GJ2013PLC075393

3. Factors to be considered for Dividend Payout

The Board will consider various internal and external factors, including but not limited to the following before making any recommendation for dividends:

- Profits earned during the year
- Stability of earnings
- Profitability outlook for next two/three years
- Cash flow from operations and working capital requirements
- Capital expenditures
- Future organic and inorganic growth plans and reinvestment opportunities (including investment requirements for the Company in its subsidiaries and associate companies)
- Overall economic environment, changes in government policies, industry rulings & regulatory provisions. Liquidity requirements or any restrictive covenants under any loan or financing arrangements
- Absorbing unfavourable market condition, meeting unforeseen contingent liabilities and other circumstances
- Past dividend trends
- Tax implication on Dividend Distribution
- Other factors which the board may consider.

4. 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.

5. Circumstances under which the shareholders of the Company may or may not expect dividend

The Company may not distribute a dividend or may distribute a reduced quantum of dividend when there is absence or inadequacy of profits. Also, if one or more of the criterion for recommendation of

VIVANTA INDUSTRIES LIMITED

Regd. Office: 403/TF, Sarthik II, Opp. Rajpath Club, S.G Highway, Bodakdev, Ahmedabad-380054.
Phone: 079-26870952, email: compliance@vivantaindustries.com, website: www.vivantaindustries.com
CIN: L74110GJ2013PLC075393

dividend is not fulfilled by the Company, including any regulatory restriction placed on the Company on 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, dividend may not be declared or reduced dividend may be declared.

6. Utilisation of retained earnings

Retained earnings shall be utilized in accordance with prevailing regulatory requirements, creating reserves 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 endeavour to utilize retained earnings in a manner that shall be beneficial to both, the interests of the Company and its stakeholders.

7. Review

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

8. Disclosure

This policy (as amended from time to time) will be available on the Company's website and in the Company's Annual Report.

9. Amendments

Any subsequent amendment\ modification in the Act, SEBI regulations and/or other applicable laws in this regard shall automatically apply to this policy.