SAHANARATNABH LIMITED

(Formerly known as SAHANARATNABH PRIVATE LIMITED)

Registered Office: B Wing, Unit No. 601, 602, 610, Tanviz Daomond, Ind Est, S.V.R.D. Dahisar East, Near Petrol Pump, Novelty Silk Mill, Mumbai, 400068.

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DIVIDEND DISTRIBUTION POLICY

Document Summary

Version Number	V1 – Effective from 16th July, 2026
Approved by	Board of Directors
Last date of renewal/ Version No.	N.A.
Current revision date/ Version No.	N.A.
Revision	Any revisions or modifications to this policy are to be formulated by the Chief Compliance Officer/Company Secretary and submitted to the Board of Directors for approval.

SAHANARATNABH LIMITED

(formerly known as SahanaRatnabh Private Limited)
CIN: U74999MH2018PLC311545
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DIVIDEND DISTRIBUTION POLICY

1. PREFACE

In compliance with the provisions of the Companies Act, 2013 and rules made thereunder (the 'Act') and other applicable provisions as amended from time to time, this Policy provides guidance for declaration of dividend and its pay-out by the Company. The Board of Directors (the 'Board') will consider the Policy while declaring / recommending dividend on behalf of the Company.

2. OBJECTIVE

The objective of this policy is to maintain guidelines for the Board to follow when declaring or recommending the amount of dividend (interim or final) per share.

The Company's Dividend Distribution Policy aims to reward its shareholders by sharing a portion of its profits / earnings, while also ensuring that enough funds are retained to meet the Company's future needs.

The Board may consider declaration of dividend depending upon the cash flow situation of the Company. The final dividend, as may be recommended by the Board, shall be approved at the Annual General Meeting of the Company.

Further, the Board may consider dividend payout ratio keeping in perspective the Company's long term growth strategy, prevailing circumstances.

3. DEFINITIONS

i. **Act:** means the Companies Act 2013 including the Rules made thereunder, as amended from time to time.

ii. **Company**: means Sahanaratnabh Limited.

iii. **Dividend:** as defined under Section 2(35) of the Act and includes any Interim Dividend

4. PARAMETERS FOR DIVIDEND DISTRIBUTION

The parameters falling within the following categories shall be considered while taking decision on dividend distribution. This is an illustrative list of parameters and is not exhaustive.

I. Financial/Internal Parameters:

i. Profitable growth of the Company and specifically, profits earned during the financial year
ii. Earning stability and outlook
iii. Past dividend pattern, if any
iv. Cash flow position of the Company
v. Capital expenditure to be incurred by the Company
vi. Post Dividend EPS
vii. Accumulated reserves
viii. Statutory requirements like transfer to statutory reserve fund etc.
ix. Liquidity position of the company including its working capital requirements and debt servicing obligations
x. Future cash requirements for organic growth/expansion and/or for inorganic growth,
xi. Current and future leverage and, under exceptional circumstances, the amount of contingent liabilities
xii. Deployment of funds in short term marketable investments,
xiii. Long term investments,
xiv. Strategic acquisitions and decisions
xv. Research and development
xvi. Investment in Group Companies viz. subsidiaries, joint ventures, associates
xvii. The ratio of debt to equity (at net debt and gross debt level)
xviii. Any other factor as deemed fit by the Board or as may be required to be considered under applicable laws, including:

II. External Parameters

i. Economic environment
ii. Changes in the Government policies, industry specific rulings & regulatory provisions
iii. Industry outlook for the future years
iv. Inflation rate

5. CLASSES OF SHARES

The above parameters shall apply to all the classes of shares as prescribed under the Act subject to the terms of issue of such class of shares.

6. POLICY ON UTILIZATION OF RETAINED EARNINGS

The Company may utilize the retained earnings for:

i. Issue of fully paid bonus shares,
ii. Buy back of shares, restructuring events including mergers and acquisitions,
iii. General corporate purposes, including contingencies,
iv. Other general factors specified in this policy and for such other purposes as may be statutorily permissible.

7. DECLARATION AND PAYMENT OF DIVIDEND

i. Dividend, other than interim dividend, for a financial year shall be paid after the annual financial statements of the Company are finalized and the distributable profits is available.

ii. The declaration and payment of dividend shall be in accordance with the provisions of Sections 123 to 128 of the Act.

iii. Dividend, once declared, shall be paid to the eligible shareholders within 30 days from the date of declaration

8. CIRCUMSTANCES UNDER WHICH SHAREHOLDERS OF THE COMPANY MAY NOT EXPECT DIVIDEND

The shareholders of the Company may not expect dividend in the following circumstances, subject to the discretion of the Board:

- in case of inadequacy of profits or whenever the Company has incurred losses
- whenever the Company undertakes or proposes to undertake a significant expansion project requiring higher allocation of capital
- whenever the Company undertakes any acquisitions or joint arrangements requiring significant allocation of capital
- significantly higher working capital requirement affecting free cash flow
- whenever the Company proposes to utilize surplus cash for buy- back of securities or setting off of previous year losses or losses of its subsidiary/ies
- in case being prohibited to recommend/declare dividend by any regulatory body

Given the aforementioned uncertainties, prospective or present investors are cautioned not to place undue reliance on any of the forward- looking statements in the Policy, if any.

9. MODIFICATIONS/ DEVIATIONS TO THE POLICY

The Board of Directors is authorized to approve any modifications/ deviations to the Policy and will be the competent authority for any interpretation regarding the Policy.

10. DISCLAIMER

The Policy does not constitute a commitment regarding the future dividends of the Company but only represents a general guidance regarding this policy. The statement of the Policy does not in any way restrict the right of the Board to use its discretion in the

recommendation of the dividend to be distributed in the year and the Board reserves the right to depart from the Policy as and when circumstances so warrant.

Given the aforementioned uncertainties, prospective or present investors are cautioned not to place undue reliance on any of the forward- looking statements in the Policy.

11. DISSEMINATION OF THE POLICY

The policy shall be hosted on the website of the Company.

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Footnote

1. The Board of Directors of Sahanaratnabh Limited at its meeting held on July 16, 2026, has adopted this Policy for the first time.

