



APL APOLLO TUBES LIMITED'S

DIVIDEND DISTRIBUTION POLICY

Registered Office: 37, Hargobind Enclave, Vikas Marg New Delhi – 110 092

Corporate Office: SG Centre, 37C, Block A, Sector 132, Noida, Uttar Pradesh – 201 304

Tel: +91-11-22373437; +91 - 120 6918000

CIN: L74899DL1986PLC023443

Email: investors@aplapollo.com

Website: <https://aplapollo.com>

1. Preamble

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**) require the top 1,000 listed entities (by market capitalisation) to disclose a Dividend Distribution Policy in the Annual Report and on the Corporate Website. Accordingly the Board of Directors of the APL Apollo Tubes Limited (**"Company"**) has approved the Dividend Distribution Policy.

2. Objective

The objective of this Policy is to provide a broad Dividend Distribution Framework to all the Stakeholders of the Company. The Board shall refer to the guidelines laid out in this Dividend Distribution Policy while announcing any dividend in a financial year keeping in mind the provisions of the Companies Act 2013 and Rules made therein and other applicable legal procedures. The Company currently has only one class of Shares viz: Equity Shares.

3. Factors to be considered while declaring Dividend.

While recommending Dividend, the Board shall take into account various Internal and External factors which shall inter-alia include:

- (a) Profitability of the Company during the relevant year.
- (b) Past dividend trends.
- (c) Leverage profile.
- (d) Future capital expenditure programmes including organic and inorganic growth opportunities.
- (e) Company's liquidity position and cash flow position.
- (f) Economic conditions and regulatory environment.
- (g) Any other relevant factors that the Board may deem fit to consider.

4. Utilisation of retained earnings.

The retained earnings will be used inter alia for the Company's growth plans, working capital requirements, investments, debt repayments, meeting contingencies or for other needs of the Company.

5. Declaration of Dividend

- 5.1 The Board may declare/recommend Interim/Final Dividend out of the profits of the Company for that year arrived at in conformity with the Companies Act, 2013.
- 5.2 Only in exceptional circumstances, the Board may consider utilizing its Retained Earnings for Declaration of Dividend subject to other applicable legal provisions.
- 5.3 The Board shall endeavour to achieve a Dividend Pay-out Ratio in the range of 15% - 35% (gross of dividend distribution tax) of the consolidated distributable profits of the Company for the year under normal circumstances. However, the Board shall retain discretion to recommend a lower dividend or no dividend, considering the business requirements.

However, in a scenario where the dividend payout, as derived, is lower than the amount distributed in previous years, the Board shall have the discretion to review and recommend a dividend amount that is at least equal to the distribution made in the preceding year.

6. Review and Modification

The Dividend Distribution Policy is subject to review and revision on periodical basis, as may be considered necessary by the Board. In case, the Board proposes to declare dividend based on the basis of parameters other than those mentioned in the dividend distribution policy, it shall disclose such changes alongwith the rationale therefore.

7. Disclosure

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

