



# Dividend Distribution Policy

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## **1. Introduction**

### **1.1 Background**

SBI Life Insurance Company Ltd, hereinafter referred to as “the Company”, has framed the Dividend Distribution Policy in compliance with Regulation 43A of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as amended from time to time.

### **1.2 Objective**

The objective of this policy is to lay down the criteria to be considered by the Board of Directors for recommending dividend to its shareholders for a financial year and manner of utilization of retained earnings.

### **1.3 Applicability**

This policy is applicable for distribution of dividend by the Company.

### **1.4 Review and approval of the policy**

The policy will be reviewed by Board Audit Committee and will be recommended to the Board of Directors for approval, at least annually or as and when required.

## **2. Policy Requirements**

### **2.1 Criteria for Dividend Declaration**

#### **2.1.1 Statutory and Regulatory Compliance:**

The Company shall declare dividend only after ensuring compliance with the Companies Act 2013, Insurance Act 1938 as amended by Insurance Laws (Amendment) Act, 2015 and the regulations made thereunder to the extent applicable, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and to the extent applicable to Insurance Companies and Article of Association (AOA) of the Company.

#### **2.1.2 Financial Criteria:**

- i. Profitability and key financial metrics;
- ii. Any interim dividend paid, if any;
- iii. Available solvency margin
- iv. Dividend payout trends
- v. Capital expenditure requirements;
- vi. Tax implications if any, on distribution of dividends
- vii. Such other factors and/or material events which the Board may consider

#### **2.1.3 Internal and External Factors:**

- i. Surplus funds available with the Company
- ii. The Company's liquidity position and future cash flow requirements;
- iii. Track record of Dividends distributed by the Company

- iv. Capital expenditure requirements considering the expansion and acquisition opportunities;
- v. Shareholder expectations
- vi. Macro-economic environment
- vii. Capital market condition
- viii. Dividend pay-out ratios of companies in the same industry
- ix. Any other relevant factors that the Board may deem fit to consider before declaring Dividend.

There is no explicit regulatory upper limit on dividend distribution ratio for insurance companies provided, conditions specified in the Insurance Act, 1938 and IRDAI regulations are met.

The decision regarding dividend shall be taken only by the Board at its Meeting and not by the Committee of the Board or by way of resolution passed by circulation. The final dividend shall be paid only after approval at an Annual General Meeting (AGM). Shareholders' approval is not required for payment of interim dividend declared by the Board.

## **2.2 Utilization of Retained Earnings**

The Company may declare dividend out of the profits of the Company for the year or out of the profits for any previous year or years or out of the free reserves available for distribution of Dividend, after having due regard to the parameters laid down in this Policy. The Board may also decide to employ the retained earnings in ensuring optimum level of solvency margin, meeting the Company's future growth plans, other strategic purposes and/or distribution to shareholders, subject to applicable regulations.

## **2.3 Parameters for various classes of shares**

The Authorised Share Capital of the Company is divided into equity share of Rs.10 each. At present, the issued and paid-up share capital of the Company comprises of only equity shares. In the absence of any other class of equity shares and/or equity shares with differential voting rights, the entire distributable profit for the purpose of dividend declaration will be considered for equity shareholders.

## **2.4 Circumstances under which the shareholders may or may not expect Dividend**

The Board of the Company may not recommend any dividend if the eligibility criteria for recommendation of dividend has not been met by the Company, including any regulatory restriction placed on the Company on declaration of dividend or if the Board strongly believes the need to conserve capital for growth or other exigencies which will be spelt.

Further, the shareholders of the Company may not expect Dividend in the event of inadequacy of profits or whenever the Company has incurred losses and based on the capital and solvency position of the Company.

### **3. Reporting**

This policy shall be hosted on the website of the Company and shall be disclosed in the Annual report.

Reporting/ Disclosure in accordance with applicable regulations to be ensured.

Provided that if the company proposes to declare dividend on the basis of parameters in addition to clauses mentioned in point 2 above or proposes to change such additional parameters or the dividend distribution policy contained in any of the parameters, it shall disclose such changes along with the rationale for the same in its annual report and on its website.

### **4. Record keeping**

All documents / records shall be preserved for a period as specified in the applicable regulations.