Trient Press,LLC
Dividend Distribution Policy

In terms of Regulation 43A of SEC (Listing Obligations and Disclosure Requirements) Regulations, 2015

Trient Press, LLC

Distribution List			
Name	**Role**	**Approver (or) Reviewer**	**Sign off Date**
Board of Directors	Board Members	Reviewer	
Melisa Ruscsak	Chief Executive Officer	Approver	

Policy Owner : Ms.Melisa Ruscsak (Chief Executive Officer)

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1. Background:

This policy sets out principles to determine the amount that can be distributed to equity shareholders as dividend. Trient Press, LLC proposes to have a dividend distribution policy that balances the dual objectives of appropriately rewarding shareholders through dividends and retaining capital in order to maintain a healthy capital adequacy to support its future capital requirements.

2. Need and Objective of Dividend Distribution Policy:

SEC has made it mandatory for all listed entities to formulate a Dividend Distribution Policy ("the Policy") and disclose the Policy in their annual reports and on their website.

The dividend distribution policy is based on the following parameters:

a) the circumstances under which the shareholders may or may not expect dividend;
b) the financial parameters, internal and external factors considered while declaring dividend;
c) policy as to how the retained earnings will be utilized; and
d) parameters that will be adopted with regards to various classes of shares.

3. Utilization of retained earnings

In any given financial year the retained earnings of the company are expected to be used for the following:

- Additional capital requirements
- Inorganic growth
- General corporate purposes, including contingencies

4. Eligibility criteria for declaration of dividend as per RBI:

- Any dividend or other distribution payable in cash in respect of shares may be paid by cheque, made payable to the order of the person to whom it is sent, and mailed to the address of the shareholder, or in the case of joint shareholders, to the address of the joint shareholder who is first named on the central securities register, or to the person and to the address the shareholder or joint shareholders may direct in writing. The mailing of such cheque will, to the extent of the sum represented by the cheque (plus the amount of the tax required by law to be deducted), discharge all liability for the dividend unless such cheque is not paid on presentation or the amount of tax so deducted is not paid to the appropriate taxing authority.The Tier I capital shall not be less than 10% by December 31, 2023.
- The holders of the common shares will be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable

to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the common shares, the board of directors may in its sole discretion declare dividends on the common shares to the exclusion of any other class of shares of the Corporation.

- The proposed dividend should be paid only out of current year's profit.
- If the Company does not meet all of the above criteria, it cannot declare any dividend for that particular year.

5. Circumstances under which shareholders may not receive dividends or may receive reduced dividends:

The Board may choose not to recommend any dividend or may recommend a lower payout for a given financial year, if:

- The company has reported a net loss for the year
- Cash flow from operations is negative
- The capital adequacy metrics of the company are weak
- The company has been prohibited from declaring dividends by any regulatory authority
- The company has implemented, or intends to implement, a share repurchase (buy-back) scheme or any other alternative profit distribution measures
- Any other extraordinary circumstances

6. Factors affecting the Company's approach to dividend payout

The Board will consider the following factors before making any recommendation for the dividend

- Profits earned during the financial year
- Future capital requirements
- Cash flow position
- Amount available for distribution after setting aside regulatory transfers
- Past dividend trends
- Reinvestment opportunities

7. Parameters that will be adopted with regards to various classes of shares

The company has variouse classes of equity shareholders. Therefore, the dividend declared will be distributed equally among all shareholders, based on their shareholding on the record date.Taking in account which tier the shareholder has stocks in.

8. Procedure:

- The Chief Financial Officer, in consultation with the MD & CEO of the Company, shall recommend any amount to be declared/ recommended as dividend to the Board of Directors of the Company.

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- The Agenda for the Board of Directors of the Company where dividend declaration or recommendation is proposed shall contain the rationale for the proposal.
- Pursuant to the provisions of the applicable laws and this Policy, the Board may declare interim dividend(s) as and when they consider it fit, and recommend final dividend to the shareholders for their approval in the general meeting of the Company and any final dividend recommended by Board of Directors, will be subject to the shareholders' approval, at the ensuing Annual General Meeting of the Company.

- The Company shall ensure compliance of provisions of all applicable laws in relation to dividend declared by the Company.

9. Recommendations:

The company being a Media Company, its dividend payout will largely depend upon the profit it receives from its subsidiaries.

- Trient Press Publishing
- Trient Besmak
- Trient Printing and Distribution
- Trient Evolve

The Company shall maintain a consistent dividend policy that balances the dual objective of appropriately rewarding shareholders through dividends and retaining capital in order to maintain a healthy capital adequacy ratio to support the future growth. It is recommended that the Company will pay out as dividends between 60% to 90% of its distributable profits after transferring to statutory and other reserves and after setting aside cash for its business requirements (inclusive of taxes). Special dividends, if any, will be declared in addition to the regular dividend payout.

10. Revision of policy:

This policy will be subject to an annual review by the Board of Directors of the Company.

11. Availability of policy:

This most recent version of the policy will be available on the Company's website.

- www.trient-press.com