



**Tata Consumer Products Limited
(Formerly Tata Global Beverages Limited)**

DIVIDEND DISTRIBUTION POLICY

1. Scope and Purpose of this Policy

The Securities Exchange Board of India ("SEBI") on July 8, 2016 inserted Regulation 43A in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which requires top five hundred listed companies (based on market capitalization of every financial year) to formulate a Dividend Distribution Policy.

Tata Consumer Products Limited being one of the top five hundred listed companies as per the market capitalization as on the last day of the immediately preceding financial year, frames this policy to comply with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Objective of this Policy

The objective of this Policy is to lay down the parameters to be kept into consideration by the Board of Directors while declaring the dividend. It further ensures that the dividend payout is in line with long term strategic objective of the Company.

3. Parameters for declaration of dividend

The Board of Directors shall consider the following parameters for declaration of dividend:

- a. Standalone / Consolidated profitability of the Company
- b. Liquidity and outstanding borrowing position
- c. Future business plans of the Company
- d. Cash to be retained for future investments and outlays
- e. Changes in the external environment impacting the business

In addition to above, the dividend distribution shall be in accordance with the applicable provisions of the Companies Act, 2013, Rules framed thereunder, SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015 and other legislations governing dividends and the Articles of Association of the Company, as in force and as amended from time to time.

4. General

- a. Based on the above parameters, the Board of Directors 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.
- b. In case the Board of Directors proposes not to distribute the profit in any year; the grounds thereof shall be disclosed to the shareholders in the Annual Report of the Company.
- c. The retained earnings will be utilized in accordance with the applicable provisions of the Companies Act 2013, the applicable Rules thereunder, SEBI regulations and the Articles of Association of the Company.
- d. The Company presently has only one class of shares namely Equity Shares of Re. 1 each.
- e. The Company reserves its right to alter, modify, add, delete or amend any of the provisions of this Policy.

Approved by the Board of Directors in their meeting held on March 24, 2017