

GOALPOST INDUSTRIES LIMITED

Regd Office: 324A, Illrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Email id: gulmoharlimited@gmail.com. Tel.: +91-9599919919. Website: goalpostltd.in

CIN : L74110DL1982PLC013956

DIVIDEND DISTRIBUTION POLICY

1. BACKGROUND AND REGULATORY FRAMEWORK

This Dividend Distribution Policy ("Policy") is framed in accordance with:

- Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
- Applicable provisions of the Companies Act, 2013 read with relevant Rules;
- Articles of Association of Goalpost Industries Limited ("Company").

This Policy shall be disclosed on the Company's website and in the Annual Report in compliance with SEBI LODR.

2. OBJECTIVE OF THE POLICY

The objective of this Policy is to:

- Lay down the principles governing declaration and payment of dividend;
- Ensure transparency and consistency in dividend decisions;
- Strike an appropriate balance between distribution of profits and retention for growth;
- Enhance long-term shareholder value.

3. CIRCUMSTANCES UNDER WHICH SHAREHOLDERS MAY OR MAY NOT EXPECT DIVIDEND

The Board shall consider declaring dividend after taking into account the following:

A. Financial Parameters

- Profits earned during the financial year;
- Accumulated reserves;
- Earnings stability;
- Cash flow position and liquidity;
- Working capital requirements;
- Capital expenditure requirements;
- Debt servicing obligations;
- Return on equity and overall financial performance.

B. Internal Factors

C. External Factors

GOALPOST INDUSTRIES LIMITED

Regd Office: 324A, Illrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Email id: gulmoharlimited@gmail.com. Tel.: +91-9599919919. Website: goalpostltd.in

CIN : L74110DL1982PLC013956

<ul style="list-style-type: none">• Business expansion plans;• Strategic acquisitions or investments;• Research & development initiatives;• Cost optimization and restructuring needs;• Any significant business contingencies.	<ul style="list-style-type: none">• Prevailing economic and market conditions;• Industry outlook and competition;• Government policies and taxation;• Regulatory restrictions;• Force majeure events or extraordinary circumstances
---	---

Dividend may not be declared if:

- The Company has incurred losses;
- There are substantial capital commitments;
- The Company requires funds for deleveraging or expansion;
- Regulatory restrictions prohibit declaration.

4. FINANCIAL PARAMETERS AND DIVIDEND PAYOUT RATIO

While there is no fixed dividend payout ratio, the Company shall endeavor to maintain a **reasonable and sustainable payout**, subject to:

- Maintaining a healthy capital structure;
- Ensuring sufficient retained earnings for future growth;
- Meeting all statutory and contractual obligations.

The Board may recommend final dividend and/or declare interim dividend(s) in accordance with applicable law.

5. UTILIZATION OF RETAINED EARNINGS

Retained earnings shall be used for:

- Organic and inorganic growth opportunities;
- Capital expenditure and modernization;
- Debt reduction;
- Creation of reserves;
- Strengthening liquidity position;
- Meeting contingencies.

6. PARAMETERS WITH REGARD TO VARIOUS CLASSES OF SHARES

If the Company has issued different classes of shares:

- Dividend on equity shares shall be declared in accordance with applicable law;
- Preference shareholders shall receive dividend as per the terms of issue;

GOALPOST INDUSTRIES LIMITED

Regd Office: 324A, 11th Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085

Email id: gulmoharlimited@gmail.com. Tel.: +91-9599919919. Website: goalpostltd.in

CIN : L74110DL1982PLC013956

- No dividend shall be paid except out of distributable profits or reserves in compliance with the Companies Act, 2013.

7. PROCEDURE FOR DECLARATION AND PAYMENT

1. The Board shall consider the recommendation of dividend while approving annual financial statements.
2. Final dividend, if recommended by the Board, shall be subject to approval of shareholders at the Annual General Meeting.
3. Interim dividend may be declared by the Board.
4. Dividend shall be paid within the statutory timelines prescribed under the Companies Act, 2013.
5. Unpaid or unclaimed dividend shall be transferred to the Unpaid Dividend Account and thereafter to the Investor Education and Protection Fund (IEPF), as applicable.

8. DISCLOSURE

- This Policy shall be hosted on the Company's website.
- A web link to the Policy shall be provided in the Annual Report.
- Any changes to the Policy shall be disclosed in accordance with SEBI LODR requirements.

9. REVIEW AND AMENDMENT

The Board of Directors reserves the right to amend, modify or review this Policy in line with amendments to the SEBI LODR, Companies Act, 2013, or other applicable regulations.

10. DISCLAIMER

This Policy does not constitute a commitment regarding future dividends. Dividend declaration is subject to the discretion of the Board and approval of shareholders, where required, and shall depend on financial performance and other relevant factors.