

Dividend Distribution Policy

1.1 Background

The Board of Directors (the “Board”) of Oracle Financial Services Software Limited (the “Company”) has adopted the following policy in accordance with the extant provisions of the Companies Act, 2013 (hereinafter referred to as “the Act”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment), Regulations, 2016 (the “Listing Regulations”) and Secretarial Standards on Dividend (SS-3) with regard to declaration and payment of dividend.

All the words and expressions used in this Policy, unless defined hereafter, shall have meaning respectively assigned to them under the Listing Regulations and in the absence of its definition or explanation therein, as per the Act, and the Rules, Notifications and Circulars made / issued thereunder, as amended, from time to time.

1.2 Policy

The factors to be considered by the Board before making any recommendations for a dividend shall include, but not limited to:

- a) Provisions of the Act and the Companies (Declaration and Payment of Dividend) Rules, 2014
- b) The current and future cash flow requirement of the Company including investment in:
 - Supporting ongoing operations;
 - Organic and inorganic growth opportunities;
 - Research and Development;
 - Infrastructure
- c) Global economic and business conditions
- d) Fund requirement for any contingencies, and
- e) Any other strategic priorities

Any approved Dividend shall be paid out of the profits of the Company for that year or out of the profits of the Company for any previous year or years arrived at after providing for depreciation for the year and previous years as per the law; or out of both; or out of any other funds as may be permitted by law.

Interim dividend when approved during any financial year or at any time during the period from closure of financial year till holding of the annual general meeting shall be paid out of the surplus in the profit and loss account or out of profits of the financial year for which such interim dividend is sought to be declared or out of profits generated in the financial year till the quarter preceding the date of declaration of the interim dividend.

The Policy shall automatically stand modified to cover revision (s) / amendment (s) in accordance with the applicable laws and regulations in force from time to time.

1.3 Disclosures

This Policy is uploaded on the Company's website www.oracle.com/financialservices
