

Related Party Transactions Policy

1. Prelude

Related Party Transactions (RPTs) may lead to potential conflicts of interest and therefore must be handled with care. In line with the Companies Act, 2013 and applicable regulations, the Company has established this policy to ensure that all such transactions are conducted in a fair, transparent, and compliant manner.

This policy has been approved by the Board of Directors based on the recommendations of the Audit Committee and will be disclosed on the Company's website and in its Annual Report, as required by law.

2. Objective of the Policy

This policy aims to:

- Define materiality thresholds for related party transactions
- Establish a clear approval and review process
- Ensure proper disclosure and reporting
- Safeguard the interests of the Company and its stakeholders

3. Applicability & Legal Framework

This policy applies to all transactions between the Company and its related parties and is governed by the Companies Act, 2013, relevant rules, and other applicable regulatory guidelines (including NHB, where applicable).

4. Key Principles

- All Related Party Transactions must be reviewed and approved as per defined processes
- Transactions should preferably be conducted in the ordinary course of business and on an arm's length basis
- Any exceptions require higher approvals and proper justification

5. Identification of Related Parties

- Directors and Key Managerial Personnel must disclose their interests and relationships annually and as and when changes occur
- Any potential related party transaction must be reported in advance to the Company for review

6. Approval Mechanism

a. Audit Committee Approval

- All Related Party Transactions require prior approval of the Audit Committee
- The Committee may grant omnibus approvals for repetitive transactions within defined limits

- Interested members will abstain from participation

b. Board Approval

- Transactions not in the ordinary course of business or not at arm's length require Board approval

c. Shareholder Approval

- Transactions exceeding prescribed thresholds require shareholder approval
- Related parties will not vote on such resolutions

7. Disclosure & Reporting

- All Related Party Transactions will be disclosed in the Board's Report
- Records will be maintained as per statutory requirements
- The policy will be available on the Company's website

8. Compliance & Review

- The Audit Committee will periodically review this policy
- In case of any conflict with applicable laws, statutory provisions will prevail

Our Commitment

We are committed to ensuring that all related party transactions are conducted with integrity, transparency, and in the best interest of the Company and its stakeholders.