

## Related Party Transactions Policy

### 1. Introduction

This Policy had been framed by the Company pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and the Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 (RBI Directions) (earlier Housing Finance Companies - Corporate Governance (NHB) Directions, 2016).

This Policy has been modified to comply with the requirements of amendments to the Listing Regulations.

### 2. Definitions

- (a) "Act" means the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof;
- (b) "Board" means the Board of Directors of the Company;
- (c) "Related Party" with reference to the Company, means an entity where:
  - (i) Such entity is a related party as defined under Section 2(76) of the Act or under the applicable accounting standards; or
  - (ii) Such entity is a related party as defined under Regulation 2(zb) of the Listing Regulations.
- (d) "Related Party Transaction" means a transaction between the Company and a Related Party which transaction is of the nature specified in sub-clauses (a) to (g) of Section 188(1) of the Act or is a related party transaction as defined under Regulation 2(zc) read with Regulation 23 of the Listing Regulations.

### 3. Transactions between the Company & Related Parties & Materiality Threshold

Transactions between the Company and Related Parties shall be entered into in the manner that is compliant with the applicable provisions of the Act and Regulation 23 of the Listing Regulations and other applicable laws, as amended, from time to time.

A transaction with the Related Party shall be considered as "material" if the transaction(s) to be entered into individually or taken together with previous transaction(s) during a financial year with such Related Party exceeds Rs.1,000 crore 10% of the annual turnover of the Company as per the last audited financial statements of the Company, whichever is lower.

Notwithstanding the above, with effect from July 1, 2019, a transaction involving payments made to a Related Party with respect to brand usage or royalty shall be considered material, if

the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed 5% of the annual turnover of the Company as per the last audited financial statements of the Company.

#### **4. Process for dealing with Related Party Transactions**

The Company shall, with the approval of the Board of Directors, establish appropriate internal processes for the purpose of identification of Related Parties and any transactions with them, determination of whether the transaction(s) is in the ordinary course of business, whether the transaction(s) is on an arm's length basis, monitoring "materiality" threshold, and other relevant matters to ensure adherence to this policy while entering into transactions with Related Parties.

The transactions between the Company and Related Parties shall be entered into with prior approval of the Audit Committee and the Board of Directors of the Company and shall be in compliance with the applicable provisions of the Companies Act, Listing Regulations, NHB / RBI Directions and other applicable laws.

#### **5. Amendment**

The Board reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Act or the Listing Regulations or NHB / RBI Directions or any applicable law for the time being in force.

This Policy has been last reviewed and approved by the Board of Directors at their Meeting held on May 6, 2022.