



**ANJANI SYNTHETICS LIMITED**

**CIN: L11711GJ1984PLC007048**

**RELATED PARTY TRANSACTION POLICY**

## INDEX

| <b>Sr.<br/>No.</b> | <b>Particulars</b> | <b>Page No.</b> |
|--------------------|--------------------|-----------------|
| 1                  | Background         | 3               |
| 2                  | Purpose            | 3               |
| 3                  | Definitions        | 3               |
| 4                  | Policy             | 4               |
| 5                  | Approval           | 4               |
| 6                  | Amendment          | 5               |
| 7                  | Review             | 5               |

## 1. Background

Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that all listed companies shall formulate a policy on materiality of related party transactions and also on dealing with related party transactions. Further Section 177 and 188 of the Companies Act, 2013 read with relevant rules also provides for certain compliance requirements such as Audit Committee approval, Board approval or Shareholder's approval.

Keeping in view the above mentioned compliance requirements stated in Companies Act, 2013 read with related rules issued thereon and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors (the "Board") of Anjani Synthetics Limited (the "Company" or "ASL"), acting upon the recommendations of the Audit Committee of the Company, has approved and adopted the policy and procedure with regard to Related Parties and Related Party Transactions of the Company in January 2015, which was subsequently reviewed and updated in March, 2022. This policy is being further reviewed and updated in May, 2025, considering the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## 2. Purpose

This Policy is intended to ensure proper review, effective approval mechanism and reporting of transactions between ASL and its related parties as defined in the Policy. If there exists more than one set of requirements due to application of multiple laws and regulations, the endeavor must be based on the compliance principle which would meet the higher governance standards.

## 3. Definitions

- a. **"Material Related Party Transaction" (Material RPT)** means as defined in Regulation 23 of SEBI (LODR) Regulations, 2015.
- b. **"Related Party"** in relation to the company means as defined in Section 2(76) of the Companies Act, 2013 or Regulation 2(1)(zb) of the SEBI (LODR), 2015.
- c. **"Related Party Transactions" (RPT)** means as defined in Regulation 2(1)(zc) of SEBI (LODR) Regulations, 2015.
- d. **"Relative"** means relative as defined in Section 2(77) of the Companies Act, 2013.
- e. **Subsidiary Company"** means subsidiary company as defined in Section 2(87) of the

Companies Act, 2013.

- f. **“Specified Related Party Transactions” (Specified RPT)**, means a contract or arrangement with a related party provide in Section 188 (1) (a) to (g) of the Companies Act, 2013.

All other terms and references used but not defined herein shall have the same meaning as is assigned to them under the Companies Act, 2013 and the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 read with notifications and circulars issued thereunder.

#### **4. Policy**

- i. All Related Party Transaction(s) shall be entered on arms' length basis.
- ii. In exceptional circumstances, where permitted by law, Related Party Transaction(s) of the Company may deviate from the principle of arm's length, after obtaining approval from Audit Committee and the Board of Directors, as the case may be.
- iii. In exceptional circumstances, where permitted by law, Related Party Transaction(s) of the Subsidiary which exceed the threshold specified in Regulation 23 of the Listing Regulations, may deviate from the principle of arm's length, after obtaining approval from its audit committee and / or board of directors, as the case may be and approval of Audit Committee and Shareholders of the Company, if applicable.
- iv. All Related Party Transaction(s) of the Company shall be in compliance with the provisions of the Act, the Listing Regulations and the applicable Accounting Standards, as amended from time to time.
- v. All domestic related party contracts / arrangements shall, wherever applicable, comply with Domestic Transfer Pricing Requirement under section 92BA of the Income Tax Act, 1961 including certification from independent accountants under the Transfer Pricing Regulations.
- vi. All international related party contract / arrangements shall comply with International Transfer Pricing Requirement under section 92B of the Income Tax Act, 1961 including certification from independent accountants under the Transfer Pricing Regulations.

#### **5. Approval**

All Related Party Transaction(s) of the Company and subsequent Material Modifications thereto, shall require prior approval of the Audit Committee or the Board of Directors or the Shareholders of the Company, as the case may be, as required under and subject to the Act and the Listing Regulations.

All Related Party Transaction(s) of the Subsidiary exceeding the threshold of material related party transactions as specified in Regulation 23 of the Listing Regulations and subsequent Material Modifications thereto, shall require prior approval of the Audit Committee or the Shareholders of the Company, as the case may be.

## **6. Amendment**

Any subsequent amendment / modification in the Listing Regulations or the Act or any other governing Act / Rules / Regulations or re-enactment, impacting the provisions of this Policy, shall automatically apply to this Policy and the relevant provision(s) of this Policy shall be deemed to be modified and / or amended to that extent, even if not incorporated in this Policy.

## **7. Review**

This Policy will be reviewed as and when required but at least once in three years.

- ***This Policy was approved by the Board of Directors in January, 2015 which was subsequently modified in March, 2022 and latest updated in May, 2025.***

**Place: Ahmedabad**

**Date: 30.05.2025**

**By Order of the Board of Directors  
For, ANJANI SYNTHETICS LIMITED**

**Sd/-  
Vasudev Subhkaran Agarwal  
Managing Director  
DIN: 01491403**