

NALIN LEASE FINANCE LIMITED - POLICY ON RELATED PARTY TRANSACTIONS

1. Introduction:

This policy guide is formulated in compliance with the relevant provisions of the Companies Act, 2013, and other relevant regulations of SEBI. The objective of this policy is to ensure that all related party transactions entered into by Nalin Lease Finance Limited are conducted in a transparent, fair, and arm's length manner and are compliant with all applicable laws and regulations. The policy aims to prevent any conflict of interest or potential abuse of power that may arise from such transactions.

2. Definitions:

a. Related Party:

As per the Companies Act, 2013, related parties include directors, key managerial personnel, and their relatives, including spouses, parents, siblings, and children.

b. Related Party Transaction: Any transaction or arrangement entered into by Nalin Lease Finance Limited with a related party, directly or indirectly, including transactions involving transfer of assets, loans or advances, guarantees or security, and any other similar transaction or arrangement.

c. Arm's Length Transaction: A transaction or arrangement conducted on commercial terms and conditions that would be no different from those prevailing in the open market between unrelated parties.

3. Approval Process:

a. All related party transactions shall be approved by the Audit Committee, as per the Companies Act, 2013.

b. The Audit Committee shall ensure that all related party transactions are conducted on arm's length terms and are in the best interest of the company.

c. The Audit Committee shall also ensure that any potential conflict of interest is disclosed by the concerned related party and appropriately addressed.

4. Disclosure Requirements:

a. All related party transactions shall be disclosed in the company's financial statements as per the accounting standards applicable.

b. The company shall disclose all related party transactions to the stock exchanges as per the SEBI Listing Obligations and Disclosure Requirements (LODR) regulations.

c. The company shall also maintain a register of all related party transactions entered into, which shall be updated periodically and made available for inspection to the concerned stakeholders.

5. Review and Monitoring:

- a. The Company shall conduct a periodic review of all related party transactions to ensure compliance with this policy guide and all applicable laws and regulations.
 - b. The Audit Committee shall monitor and review all related party transactions and report to the Board of Directors on a quarterly basis.
 - c. The company shall also conduct an annual review of this policy guide and update it as required.
6. Non-Compliance: Any non-compliance with this policy guide or any applicable laws and regulations relating to related party transactions shall be reported to the Audit Committee and shall be appropriately addressed by the concerned authorities.
7. Conclusion: Nalin Lease Finance Limited is committed to conducting all related party transactions in a fair, transparent, and compliant manner. This policy guide aims to provide a framework for ensuring that all related party transactions are conducted on arm's length terms and are in the best interest of the company and its stakeholders. The company shall ensure that this policy guide is strictly adhered to and is reviewed periodically to ensure its effectiveness.