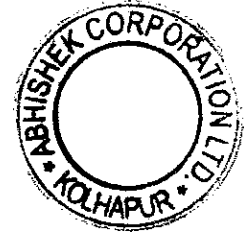




**ABHISHEK
CORPORATION**

www.abhishekccorporation.com

**ABHISHEK CORPORATION LIMITED
POLICY ON RELATED PARTY
TRANSACTIONS**



Abhishek Corporation Limited
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**MOHITE
GROUP**

INTRODUCTION:-

The Board of Directors of Abhishek Corporation Limited has adopted this Policy on the recommendation of the Audit Committee and the said Policy includes the manner of dealing with Related Party Transactions ("Policy") in compliance with the requirements of Section 188 of the Companies Act, 2013 and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Policy applies to transactions between the Company and one or more of its Related Parties. It provides a framework for governance and reporting of Related Party Transactions including material transactions.

DEFINATION:-

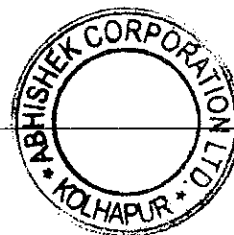
"Audit Committee or Committee" means the Committee of the Board constituted from time to time under the provisions of Listing Agreement and Section 177 of the Companies Act, 2013.

"Key Managerial Personnel" means Key Managerial Personnel as defined under the Companies Act, 2013.

"Material Related Party Transaction" means a Related Party Transaction which individually or taken together with previous transactions during the financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company or such limits as may be prescribed either in the Companies Act, 2013 or the Listing Agreement, whichever is stricter, from time to time.

"Related Party Transaction" means any transaction between the Company and any Related Party for transfer of resources, services or obligations, regardless of whether a price is charged and includes –

- a. Sale, purchase or supply of any goods or materials;
- b. Selling or otherwise disposing of, or buying property of any kind;
- c. Leasing of property of any kind;
- d. Availing or rendering of any services;
- e. Appointment of any agent for the purchase or sale of goods, materials, services or property;
- f. Such related party's appointment to any office or place of profit in the Company, its subsidiary Company or associate Company;
- g. Underwriting the subscription of any securities or derivatives thereof, of the Company;
- h. Financing (including loans and equity contributions in cash or kind);
- i. Providing or obtaining guarantees and collaterals; and
- j. Deputation of employees.



“Relative” means a relative as defined under the Companies Act, 2013 and includes anyone who is related in any of the following manner –

- a. Members of a Hindu undivided family;
- b. Husband or wife;
- c. Father (including step-father);
- d. Mother (including step-mother);
- e. Son (including step-son);
- f. Son’s wife;
- g. Daughter;
- h. Daughter’s husband;
- i. Brother (including step-brother); or
- j. Sister (including step-sister).

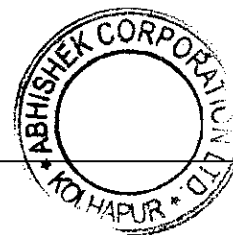
“Transaction” with a related party shall be construed to include a single transaction or a group of transactions.

The terms Director, Chief Financial Officer, Company Secretary, shall have the same meaning as assigned under the Companies Act, 2013.

Identification of Material Related Party Transactions –

The Materiality related party transaction shall be any contract or arrangement entered by the Company with related party as mentioned below:

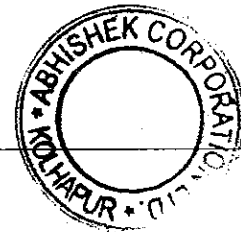
Nature of Transactions	Materiality as per Companies Act, 2013	Materiality as per Listing Regulation
Sale, Purchase or Supply of any goods or materials directly or through appointment of agents	Exceeding 10% of turnover or Rs. 100 Crore, Whichever is lower	Exceeding 10% of the annual consolidated turnover
Selling or otherwise disposing of, or buying property of any kind directly or through appointment of agents	exceeding 10% of turnover or Rs.100 Crore, Whichever is lower	Exceeding 10% of the annual consolidated turnover



Leasing of property of any kind	exceeding 10% of turnover or Rs. 50 Crore Whichever is lower	Exceeding 10% of the annual consolidated turnover
Availing or rendering of any services directly or through appointment of agents	exceeding 10% of turnover or Rs. 50 Crore Whichever is lower	Exceeding 10% of the annual consolidated turnover
Such related party's appointment to any office or place of profit in the Company, its subsidiary Company or associate Company	monthly remuneration exceeding Rs. 2.5 Lakhs	Exceeding 10% of the annual consolidated turnover
Remuneration for Underwriting the subscription of any securities or derivatives thereof, of the Company	Exceeding 1% of net worth	Exceeding 10% of the annual consolidated turnover

Process, Procedure And Review For Dealing With Related Party Transactions :-

1. Prior approval of Audit Committee is required to be taken for entering into transactions with a Related Party. The Audit Committee may grant omnibus approval for Related Party Transactions proposed to be entered into by the Company subject to the conditions as prescribed in Listing Regulation (as amended from time to time).
2. Prior approval of the Board of Directors and shareholders is required to be taken before entering into related party transactions which are not in the ordinary course of business and not on an arm's length basis and are beyond the such limits as specified under Companies Act, 2013 and rules thereto.
3. Where any director is interested in any contract or arrangement with a related party, such director shall not be present at the meeting during discussions on the subject matter of the resolution relating to such contract or arrangement.
4. Prior approval of Shareholders is required to be taken before entering into Material related party transactions irrespective whether the transaction is in ordinary course of



business or not and related parties shall abstain from voting on such resolution as per Listing Agreement.

DISCLOSURE AND REPORTING OF RELATED PARTY TRANSACTIONS:-

Every Related Party Transaction entered into by the Company shall be referred to in the Board's report to the shareholders along with justification for entering into such transaction. The Company Secretary and the Chief Financial Officer shall be, responsible for such disclosure. The Company Secretary shall also make necessary entries in the Register of Contracts required to be maintained under the Companies Act, 2013.

AMENDMENTS:-

The policy is subject to review as may be necessary and in accordance with any statutory /regulatory requirements

