

POLICY ON RELATED PARTY TRANSACTIONS
OF
SARVESHWAR FOODS LIMITED

- The Company shall not enter into any contract or arrangement with a Related Party without the approval of the Audit Committee except in cases where omnibus approval has been granted by the Audit Committee. Prior approval of the Audit committee shall be obtained for all Related Party Transactions other than those exempted wholly owned subsidiaries (whose accounts are consolidated with the company and placed before the shareholders at the general meeting for approval).
- The Audit Committee may, in the interest of the conduct of affairs of the Company, grant omnibus approval for Related Party Transactions that are repetitive in nature, subject to the following:
 - The name/s of the related party, nature of transaction, period of transaction, maximum amount of transaction that can be entered into;
 - The Indicative base price/ current contracted price and the formula for variation in the price, if any; and
 - Such other conditions as the Audit Committee deem fit.
- The Audit Committee may also, in the interest of the conduct of affairs of the Company, grant omnibus approval for Related Party Transactions that cannot be foreseen and for which the aforesaid details are not available upto the value of Rs. 1 Crore per transaction.
- The Audit Committee shall review, at least on a quarterly/ half yearly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approval given.

Such omnibus approval shall be valid for a period not exceeding one year and shall require fresh approvals after the expiry of one year.

- In the event, any contract or arrangement with a related party is not in the ordinary course of business or at arm's length, the Company shall comply with the provisions of the Companies Act, 2013 and the rules framed thereunder and obtain approval of the Board or its shareholders, as applicable, for such contract or arrangement.
- All material related party transactions, other than those with exempted wholly owned subsidiaries will be placed for approval of the shareholders of the Company. A transaction with a related party is considered "material" if the transaction/ transactions to be entered into, either individually or taken together with the previous transactions with such related party during a financial year, exceeds ten percent of the annual consolidated turnover as per the last audited financial statements of the company.
