

PIYUSH LTD

CIN: L51109WB1981PLC034303

**REGISTERED ADDRESS : 13 MANDEVILLIE GARDENS 1A
GOVARDHAN, KOLKATA, WEST BENGAL, INDIA, 700019**

EMAIL ID : goenka2012@gmail.com

POLICY ON RELATED PARTY TRANSACTION

SCOPE AND PURPOSE

The Companies Act, 2013, the Rules framed thereunder as well as Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, contain detailed provisions on Related Party Transactions. This Policy on Transactions with Related Parties (Policy) has been framed as per the requirements of the Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, ("SEBI LODR") and is intended to ensure proper approval and reporting of the concerned transactions between the Company and its Related Parties. The Board recognizes that certain transactions present a heightened risk of conflicts of interest or the perception thereof. Therefore, the Board has adopted this Policy to ensure that all Related Party Transactions with Related Parties shall be subject to this Policy and approval or ratification in accordance with applicable law. This Policy contains the policies and procedures governing the review, determination of materiality, approval and reporting of such Related Party Transactions.

APPLICABILITY

All capitalised terms used in this Policy document but not defined herein shall have the meaning ascribed to such term in the Companies Act, 2013 and the Rules framed there under and the SEBI Listing Regulations as amended from time to time. The Audit Committee of the Company shall review all related party transactions as a matter of good governance and suggest such actions, if required, that are consistent with the approach outlined in this Policy namely of executing Related Party Transactions that are in the ordinary course of business and at arm's length.

DEALING WITH RELATED PARTY TRANSACTIONS

All Related Party Transactions shall require prior approval of the Audit Committee. All Material Related Party Transactions and Material Modifications shall require prior approval of the Shareholders of the Company.

DISCLOSURE(S)

Details of all Related Party Transactions shall be submitted to the Stock Exchanges and disseminated on the website of the Company, if any, on a half yearly basis, along with the half yearly financial statements. The Company shall disclose this Policy on its website. In addition to the disclosures required under Accounting Standard, Related Party Transactions that are not at arm's length basis and Material Related Party Transactions that are at arm's length or such other transactions as may be

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statutorily required, shall be disclosed in the Annual Report of the Company. The yearly threshold limits for the Related Party Transactions as approved by the Audit Committee & Board of the Company shall be considered and read to be a part of this Policy.

ADOPTION & AMENDMENT TO THE POLICY

The Board of Directors based on the recommendation of the Audit Committee of the Company shall review this Policy on regular intervals as it may deem fit and may amend this Policy from time to time. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications, etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.