

**RELATED PARTY TRANSACTION POLICY  
OF  
MOHIT PAPER MILLS LIMITED**

**I. INTRODUCTION**

This policy regarding the review and approval of Related Party Transactions of Mohit Paper Mills Limited has been adopted by the Company in order to set forth the procedure under which transactions with Related Parties must be approved.

**II. DEFINITIONS**

For the purpose of this Policy, the following definitions apply:

- a. Board means the Board of directors of Mohit Paper Mills Limited;
- b. Company means Mohit Paper Mills Limited;
- c. Material Related Party Transaction means a transaction with a related party if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the latest audited financial statements of the Company;
- d. Policy means this Policy on Related Party Transactions;
- e. Related Party means the following:  
an entity shall be considered as related to the Company if:  
-such entity is a related party under section 2(76) of the Companies Act, 2013.
- f. Relative means as defined under section 2(77) of the Companies Act, 2013 read with its rules.

**Related Party Transaction** means a transaction as envisaged as a related party transaction under the Companies Act, 2013

**Arms Length transaction** means a transaction between two related parties that is conducted as if they are unrelated, so that there is no conflict of interest.

**III. PROCESS AND 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.
2. The audit committee may grant omnibus approval for Related Party transactions as proposed to be entered into by the Company subject to the conditions mentioned in regulation 23 of SEBI (LODR) Regulations, 2015 (as amended from time to time)
3. 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 basis and are beyond the limits as specified under Companies Act, 2013 and rules thereto.



4. Where any director is interested in any contract or arrangement with the 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.

5. Prior approval of shareholders is required to be taken before entering into Material related party transaction irrespective whether the transaction is in ordinary course of business or not and related parties shall abstain from voting on such resolution.

6. All existing material related party contracts or arrangements entered into prior to the date of notification of these regulations and which may continue beyond such date shall be placed for approval of the shareholders in the first General Meeting subsequent to notification of these regulations.

The Company reserves the right to amend or modify this policy in whole or in part, at any point of time.

