

Nuvama Wealth Finance Limited
(formerly known as Edelweiss Finance & Investments Limited)

Policy on Materiality of Related Party Transactions and on dealing with related party transactions

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall formulate a policy on materiality of related party transactions and on dealing with related party transactions including clear threshold limits duly approved by the Board of Directors. Accordingly, the Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions is as under:

1. Related Party Transactions (RPTs) of the Company covered under the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be approved by the Audit Committee of the Board from time to time.
2. Consent of the Board and the Shareholders would be taken in respect of all RPTs, except in the following cases:
 - i. where the transactions are below the threshold limits specified in the Companies Act, 2013 & Rules thereunder or the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be applicable; or
 - ii. where the transactions are entered into by the Company in its ordinary course of business and are on arms' length basis; or
 - iii. payments made with respect to brand usage or royalty where the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, do not exceed five percent of the annual consolidated turnover as per the last audited financial statements of the Company; or
 - iv. where the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, do not exceed rupees one thousand crore or ten per cent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower.
3. "Material modification" means any modification made in the value/exposure of any ongoing Related Party Transaction, as originally approved by the Audit Committee and/or shareholders, which has the effect of variation in the approved value of the transaction, by 25% of the existing limits or Rs. 1 Crore, whichever is higher or by which the transaction ceases to be in ordinary course and/or on arm's length basis or such other parameter as may be determined by the Audit Committee from time to time.

Notwithstanding the above, approval of the Board of Directors and shareholders would be necessary, where the transaction(s) with a related party exceed the following threshold limits:

Description	Threshold limits (Rs. in Crore)
Sale, purchase or supply of any goods or materials or securities	Rs. 27 Crore
Selling or otherwise disposing of or buying of any property including by way of leave and license arrangement	
Availing or rendering of any services	

The above policy is subject to review from time to time and at least once in every three years.