PANASONIC CARBON INDIA CO. LTD

Policy on Related Party Transactions

The Company shall not enter into any contract or arrangement with a Related Party without prior approval of the Audit Committee. The Audit Committee will grant omnibus approval for RPT proposed to be entered in to by the Company and review the transaction with related parties on a quarterly basis.

In the event such contract or arrangement 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 will be placed for approval and/or disclosure 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 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.

Contracts or arrangements which are not in ordinary course of business or at arm's length shall be disclosed in Board's report along with justification for entering in to such contract or arrangement. Company shall maintain a register of such contracts and also disclose transactions with related parties in its annual report.

PANASONIC CARBON INDIA CO. LTD

CIN: L29142TN1982PLC009560 Regd. Office: Pottipati Plaza, 77 (Old No.35) Nungambakkam High Road, Third Floor, Nungambakkam, Chennai– 600 034