

15th November, 2024

To,
General Manager
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai
Maharashtra 400001

**Subject : Amendment to Policy for determining materiality of transaction or event
concerning Related Party**

Company Code : 540728

ISIN : INE327G01032

Dear Sir,

We enclose Amendment to the Policy adopted by the Company to determine the materiality of Related Party Transaction as viewed by the Audit Committee Meeting held on 14/11/2024 and approved and adopted at the meeting of Board of Directors of the Company held on 14/11/2024.

The existing policy of the company to determine the material of event/ information is also enclosed.

Kindly take the same on your record and acknowledge receipt.

Thanking You,

For, Sayaji Industries Limited

PRIYAM
MEHTA

Digitally signed by
PRIYAM MEHTA
Date: 2024.11.15
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(Priyam B. Mehta)
Chairman and Managing Director
DIN :00030933

Encl.: As Above

SAYAJI INDUSTRIES LIMITED
AMENDMENT TO POLICY FOR DETERMINATION OF MATERIALITY OF RELATED
PARTY TRANSACTIONS

This amendment to existing policy of the company on determination of materiality of event of the company has been amended by Audit Committee at its meeting held on 14th November, 2024 and consent to the same has been given by the Board of Directors of Sayaji Industries Limited at its meeting held on 14th November, 2024.

Para 2 of Preface shall be read in the manner as given below:

This policy has been formulated in accordance with Clause 23(1) of Regulation 13 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations").

Para 5 of the policy be amended in the manner as given below:

In addition to criteria as specified in clause (i) of sub-regulation 4 of Regulation 30 of Listing Regulations for determination of materiality of events/ information, the criteria as mentioned in the proviso to Regulation 23 (1) and Regulation 23 (1A) of Listing Regulations for determining the materiality of related party transaction.

The following Clause be added to the existing policy on materiality of related party transaction :

Point No. 31 :

All material related party transactions and subsequent material modifications as defined by the audit committee under sub-regulation (2) of Listing regulations shall require prior approval of shareholders through resolution and no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

Provided the prior approval of the shareholders of a listed entity shall not be required for a related party transaction to which the listed subsidiary is a party but the listed entity is not a party, if regulation 23 and sub-regulation (2) of regulation 15 of these regulations are applicable to such listed subsidiary.

Explanation: For related party transactions of unlisted subsidiaries of a listed subsidiary as referred above, the prior approval of shareholders of listed subsidiary shall suffice.

Provided further that the requirements specified hereinabove shall not apply in respect of a resolution plan approved under Section 31 of Insolvency Code, subject to the event being disclosed to the recognized stock exchanges within one day of the resolution plan being approved.

Provided further that the aforesaid clause is not applicable to the cases as mentioned under Regulations 23 (5) (b) and 23 (5) (c) of Listing Regulations.

This amendment together with the earlier policy of the company to determine the materiality of the evens be submitted to the BSE under the signature of the Chairman and Managing Director of the company.

Dated 14th November, 2024

For Sayaji Industries Limited

**PRIYAM
MEHTA**

Digitally signed by
PRIYAM MEHTA
Date: 2024.11.15
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(Priyam B. Mehta)
Chairman and Managing Director
DIN : 00030933