RELATED PARTY TRANSACTION POLICY

1. PREAMBLE

Centrum Capital Limited ó á ű /Ƙ Ŝ Ƴ LJ ł· is a ÿ à è public listed company and seeks to uphold good standards of corporate governance and internal controls. Towards this, the Board of Directors ó á ű Ƙ Ŝ . Ž ł· NJ Ř é ú Ž Ŧ ű Ƙ Ŝ / Ž Ƴ LJ ł· y ˇ è Σ ł· Ŏ ź ú Ƴ λ Ÿ ý Ǝ ú ű dz Ŝ Ŝ Ž ý ó á N / Ž Ƴ Ƴ ƛ ű ű Ŝ Ŝ é ú Σ Ƙ ł· ă ł· Ř Ž LJ ű Ŝ Ř ű Ƙ Ŝ respect of Related Party LJ Ž f ƛ C Transactions ó á w to of the Company.

The Related Party Transaction Policy ó á ű t Ƙ Ŝ f ƛ s Ŏ è of in accordance with the / Ž Ƴ LJ ł· y ˇ è Ω ă / Ž of Conduct for Business and Ethics which provides that all Directors and Senior Management Personnel are required to disclose all potential or actual conflict of interest and take action(s) to eliminate such conflict, if so required.

The Policy is in the best interests of the stakeholders of the Company and is in compliance with ű Ƙ Ŝ NJ Ŝ lj dz ƛ NJ Ŝ Ƴ Ŝ y ˇ ű ă Ž Ŧ ű Ƙ Ŝ / Ž Ƴ LJ ł· y ˇ è Ω ă Ž Ŧ ű Ƙ Ŝ applicable laws. Further, as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ó á ű [Ƙ Ŝ 5 w a policy must be formulated to deal with RPTs and their materiality. The Policy details the mechanism to deal with RPTs. л м о Σ

The board of directors shall review the policy at least once in every three years and update the same from time to time and as may be deemed necessary pursuant to regulatory amendments.

2. DEFINITIONS

Arm's length means, transaction between two related parties that is conducted as if they were unrelated, so that there is no conflict of interest.

Audit Committee or means, Committee of Board of Directors of the Company constituted under provisions of Listing Regulations and the Act.

Board means, the Board of Directors of the Company.

Key Managerial Personnel means Key Managerial Personnel as defined in sub-section (51) of Section 2 of the Companies Act, 2013

Ordinary Course of means, transactions that are necessary, normal and incidental to the business, the objects of the Company permit such activity, there is a historical practice and pattern of frequency (not an isolated transaction), has connection with the normal business carried on by the Company.

Related Party shall have the same meaning as assigned to them respectively in clauses (oo) and (pp) of sub-regulation (1) of regulation 2 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018