POLICY ON GRANT OF LOANS TO DIRECTORS, SENIOR OFFICERS, RELATIVES OF DIRECTORS AND TO ENTITIES WHERE DIRECTORS OR THEIR RELATIVES HAVE MAJOR SHAREHOLDING

Prepared by Legal & Compliance Team

SAMPATI SECURITIES LIMITED

Summary of Policy

Version	Issue and Effective Date	Review Periodicity	Approving Authority	Policy Owner	Confidentiality level
V1	09.04.2024	As and when require/any change in regulatory requirement	Board of Directors	Legal and Compliance Team	Confidential
V2	03.04.2026	As and when require/any change in regulatory requirement	Board of Directors	Legal and Compliance Team	Confidential

Details of Last Review

Review Date	Next Review Date	Comments/Remarks/Changes
09.04.2024	April 2025	(i) Reviewed in accordance with the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 (ii) Loans and Advances - Regulatory Restrictions - NBFCs
03.04.2026	April 2025	(i) Reserve Bank of India (Non-Banking Financial Companies - Credit Risk Management) Directions, 2025

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1. Policy Statement and purpose

This policy has been reviewed and prepared as per the Reserve Bank of India (Non-Banking Financial Companies - Credit Risk Management) Directions, 2025 and as per the relevant provisions of the Companie Act 2013.

Sampati Securities Limited being a non-systemically important non-deposit taking NBFC, more specifically categorized as NBFC-Base Layer, has adopted a framework which prescribes regulatory restrictions on grant of loans and advances to Directors, Senior Officers, relatives of Directors and to entities where Directors or their relatives have major shareholding.

This Policy will be reviewed and updated from time to time to ensure that it is current. All updates and revisions to the Policy will be approved by the Board of Directors (Board) of the Company. All such amendments to the Policy shall be recorded and communicated to the concerned persons on timely basis.

2. Scope

2.1 Objective and Coverage

This Policy is applicable to all Directors, Relatives of the Directors, Senior Officers, Relatives of the Directors, and entities where Directors or their Relatives have major shareholding. This Policy covers guidelines/regulatory restrictions to be followed by the Company while granting Loans and Advances to aforementioned persons/entities.

2.2 Definitions

a. Company - — The term "Company" to mean and include Sampati Securities Limited.

b. Control - The term "control" shall include the right to appoint majority of the Directors or to control the management or policy decisions exercisable by a person or persons acting individually or in concert, directly or indirectly, including by virtue of their shareholding or management rights or shareholders agreements or voting agreements or in any other manner.

c. Relative -

- they are members of a Hindu Undivided Family;
- they are Husband and Wife;
- one person is related to the other in such manner as may be prescribed i.e.;
    - Father, includes the step-father;
    - Mother, includes the step-mother;
    - Son, includes the step son;
    - Son's Wife;
    - Daughter;
    - Daughter's Husband;
    - Brother, includes the step-brother; and
    - Sister, includes the step-sister.

d. Major shareholder

The term "major shareholder" shall mean an entity or a person holding 10% or more of the paid-up share capital or Rs 5.00 cr (Rs Five Crore) in paid-up shares, whichever is lower.

e. Senior Officer/Senior Management

– The term "senior management'' means personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the Executive Director, including the functional heads.

All other terms and expressions used herein and not defined above shall draw inference from the Companies Act, 2013 and/or RBI regulations as issued from time to time.

3. Guidelines

3.1 Loans and advances to Directors

Unless sanctioned by the Board of Directors / Committee of Directors, an NBFC shall not grant loans and advances aggregating to ₹ 1 crore to-

(1) their directors (including the Chairman / Managing Director) or relatives of directors.

(2) any firm in which any of their directors or their relatives is interested as a partner, manager, employee or guarantor.

(3) any company in which any of their directors, or their relatives is interested as a major shareholder, director, manager, employee or guarantor.

Provided that a director or the relatives of a director shall be deemed to be interested in a company, being the subsidiary or holding company, if such person is a major shareholder or is in control of the respective holding or subsidiary company.

Provided that the directors who are directly or indirectly concerned or interested in any proposal should disclose the nature of their interest to the Board when any such proposal is discussed. They should recuse themselves from the meeting unless their presence is required by other directors for the purpose of eliciting information and the director so required to be present shall not vote on any such proposal.

3.2 Loans and Advances to Senior Officers/Senior Management

The Company may grant any loans and/or advances with prior sanction of Executive Director to its senior officers/senior management upto Rs. 50.00 Lakh (Rupees Fifty Lakh only).

4. Exceptions to the policy

Any exception to this Policy shall require prior approval of the Board of Directors of the Company.

SAMPATI SECURITIES LIMITED