



Ernst & Young LLP  
22, Camac Street  
3<sup>rd</sup> Floor, Block 'C'  
Kolkata-700 016, India

Tel: +91 33 6615 3400  
Fax: +91 33 2281 7750  
www.ey.com/india

Date: 30 January 2026

To,

Manaksia Limited  
Turner Morrison Building  
6 Lyons Range, 2<sup>nd</sup> Floor  
Kolkata - 700 001

Subject: Arm's length pricing for Related Party Contracts under Section 188 of the Companies Act 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for FY 2026-27

As requested by the management of Manaksia Limited ('ML'), Ernst & Young LLP, India ('EY') has undertaken the following in relation to the related party transactions proposed by ML including transactions covered under the omnibus approval from the Audit Committee meeting dated 30<sup>th</sup> January 2026:

- Review the appropriateness of the pricing methodology of related party transactions (RPT) (refer to Appendix 1 for the details) from arm's length perspective based on our understanding of facts/ information provided by ML)
- Assist in preparing the arm's length policy note booklet (refer to Appendix 2) for related party transactions covered under the omnibus approval

For the purpose of the above analysis, EY has relied on the Income-tax Act, 1961 read with Income Tax Rules, 1962, along with guidance provided in OECD Transfer Pricing Guidelines, 2022 for evaluation of the pricing methodology followed in case of related party transactions from an arm's length perspective.

Based on the analysis carried out by EY, we believe that the aforesaid RPTs are compliant from an arm's length pricing methodology perspective.

Please feel free to contact us if you have any questions or require clarifications.

Sincerely,

*Saumen Saha*

Saumen Saha  
Partner

**Appendix 1 - List of Transactions With Related Parties proposed by ML including transactions covered under the Omnibus approval FY 2026-27**

<b>Name of Related Party</b>	<b>Nature of Relationship</b>	<b>Nature of Transaction</b>	<b>Reference to policy notes</b>
Sumo Steels Limited	Significant influence of KMP	Purchase of raw material (CR Steel coils/sheets) from SUMO by MINL	Annexure 1
Manaksia Steels Ltd	Significant influence of KMP	Purchase of CR Sheets/GC Sheets, etc.	Annexure 2
Sumo Steels Limited	Significant influence of KMP	Sale of HRC/sheets, consumables and spares by ML	Annexure 3
MINL Limited	Wholly Owned Subsidiary	Sale of raw materials/spares like Zinc Metals etc.	Annexure 4
Manaksia Steels Ltd	Significant influence of KMP	Purchase of Raw Materials i.e. Aluminium Sheets, Pickling Prep for Metal Surface, TFS etc by MINL Limited	Annexure 5
Bankura Machinery Pvt Ltd	Significant influence of KMP	Receipt of Rental Income by ML	Annexure 6
Federated Steel Mills Limited	Significant influence of KMP	Sale of spare parts, etc.	Annexure 7
Aquarius Vyapaar LLP	Significant influence of KMP	Receipt of Rental Income by Aquarius Vyapaar LLP from ML.	Annexure 8
Newcarve Vyapaar LLP	Significant influence of KMP	Receipt of Rental Income by Newcarve Vyapaar LLP from ML.	Annexure 9
Manaksia Steels Ltd	Significant influence of KMP	Purchase of CR sheet/GC Sheet/Colour Coils, Color Coated and Aluzinc Coils/Sheets by Manaksia Ferro Industries Limited	Annexure 10

## Appendix 2 – Policy notes for Related party Transactions/Contracts/Arrangements

# Manaksia Limited

*Arm's Length Review of Related Party Transactions/Contracts/Arrangements under Section 188 of the Companies Act 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*



# Executive Summary

# 1. Background

Companies Act 2013 (effective from 1<sup>st</sup> April 2014) and Revised Clause 49 of the SEBI's Equity Listing Agreement (effective from 1st October 2014) have ushered in significant compliance requirements in relation to Related Party Transactions ("RPTs"). Listed companies are required to comply with the relevant provisions of both these legislations.

The relevant provisions under Companies Act 2013 ("Co Act 2013") have since been amended vide Companies (Meetings of Board and its Power) Rules 2014, Companies Amendment Act 2015, Companies (Amendment) Act 2017, and latest being Companies (Amendment) Act 2019. Similarly, SEBI has incorporated all its rules in a single document known as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations 2015").

Pursuant to the aforesaid legislation (Section 177 read with Section 188 of the Co Act 2013 and Regulation 23 of the SEBI Regulations 2015), prior approval of Audit Committee is required for related party transactions to be entered into by Manaksia Limited during FY 2026-27. Further, where the need for related party transaction cannot be foreseen and the prescribed details are not available, the Audit Committee may grant omnibus approval for such transactions subject to their value not exceeding Rupees One Crore per transaction.

In relation to the above, ML has sought assistance from Ernst & Young LLP ('EY') to analyze the related party transactions proposed to be entered into during the FY 2026-27 from an arm's length perspective.

## 2. Process/Methodology Adopted

ML has identified transactions proposed to be entered with its related parties during the period 1<sup>st</sup> April 2026 to 31 March 2027 ('FY 2027') for which approval from the audit committee has been taken in its meeting held on 30<sup>th</sup> January 2026.

We have reviewed the appropriateness of the pricing arrangement of all RPTs listed in Appendix 1 from an arm's length perspective for FY 2026-27, based on our understanding of facts/ information provided by ML and our experience in dealing with RPTs in a similar industry.

For the purpose of the analysis, we have relied on Income-tax Act, 1961 ('the Act') read with Income Tax Rules, 1962 ('the Rules') along with guidance provided in OECD1 Transfer Pricing Guidelines, 2022 for evaluation of the pricing methodology followed in case of related party transactions from arm's length perspective. The transactions policy notes have been provided in Annexure 1 to Annexure 10.

In relation to the above, the transfer pricing methods considered as per the Act for the above-mentioned analysis are given below.

## 3. Transfer Pricing Methods

### I. Comparable Uncontrolled Price method ('CUP' Method)

- ▶ The price charged or paid for property transferred or services rendered in a comparable uncontrollable transaction or a number of such transactions are identified.
- ▶ Such price is adjusted to account for differences, if any, between International Transaction or domestic transactions and the comparable uncontrolled transaction or between enterprises entering into such transactions, which could materially affect the price in the open market.
- ▶ The adjusted price is taken to be the Arm's Length Price ('ALP') for the property transferred or

---

<sup>1</sup> Organisation for Economic Co-operation and Development

services provided in such International transactions or domestic transactions.

## II. Resale Price Method ('RPM' Method)

- ▶ The price at which the goods or services are purchased or obtained by the company from the Related Party ('RP') and resold or provided to an unrelated enterprise is identified.
- ▶ Such resale price is reduced by the amount of a normal gross profit margin accruing to the enterprise or to an unrelated enterprise from the purchase and resale of similar goods or obtaining and providing similar services in a comparable uncontrolled transaction.
- ▶ The price so arrived at is further reduced by the expenses incurred by the enterprise in connection with the purchase of the goods or obtaining of services.
- ▶ The price so arrived at is adjusted to take into account the functional and other differences, including differences in accounting practices, if any, between the International Transaction or domestic transactions and the comparable uncontrolled transaction, or between the enterprises entering into such transactions, which could materially affect the amount of gross profit margin in the open market.
- ▶ The adjusted price thus arrived at is taken to be the ALP in respect of the purchase of the goods or obtaining of the service, by the company from the RP.

## III. Cost Plus Method ('CPM' Method)

- ▶ The direct costs and indirect costs of production incurred by the company in respect of property transferred or services provided to an RP are determined.
- ▶ The amount of normal gross profit mark-up to such costs (computed according to the same accounting norms) arising from the transfer or provision of the same or similar property or services by the enterprise, or by an unrelated enterprise, in a comparable uncontrolled transaction is determined.
- ▶ The normal gross profit mark-up is adjusted to take into account the functional and other differences, if any, between the International Transaction and the comparable uncontrolled transaction or between the enterprises entering into such transactions which could materially affect such profit mark-up in the open market.
- ▶ The direct and indirect costs of production incurred by the company in the International Transaction are marked up by the adjusted gross profit margin arrived at, as described above.
- ▶ The sum so arrived at is taken to be the ALP in relation to the supply of the goods or provision of services.

## IV. Profit split method ('PSM' Method)

The PSM may be applicable mainly in International Transactions involving the transfer of unique intangibles or in multiple International Transactions which are so interrelated that they cannot be evaluated separately for the purpose of determining the ALP of any one transaction. Under this method:

- ▶ The combined net profits of the RPs arising from the International Transaction, in which the enterprises are engaged, are determined.

- ▶ The relative contribution made by each such RP including the company to the earning of such combined net profit is then evaluated on the basis of the functions performed, assets employed and risks assumed by each enterprise, and on the basis of reliable external market data which indicates how such contribution would be evaluated by unrelated enterprises performing comparable functions in similar circumstances.
- ▶ The combined net profit is then split amongst the enterprises in proportion to their relative contribution.
- ▶ The profit thus apportioned to the company is taken into account to arrive at the ALP in relation to the International Transaction.

Further, it is also possible that the combined net profit may in the first instance, be partially allocated to each enterprise so as to provide it with a basic return, appropriate for the type of International Transaction in which it is engaged (with reference to market returns achieved for similar types of transactions by independent enterprises). Thereafter, the residual net profit may be split amongst the enterprises in proportion to their relative contribution. In such a case, the aggregate of the net profit allocated to each enterprise for providing it with a basic return and the residual net profit apportioned on the basis of the relative contribution of each enterprise shall be taken to be the net profit arising to that enterprise from the International Transaction.

#### V. Transactional Net Margin Method ('TNMM' Method)

- ▶ The net profit margin realised by the enterprise from an International Transaction, entered into with an RP, is computed in relation to costs incurred, or sales effected or assets employed or having regard to any other relevant base.
- ▶ The net profit margin realised by the enterprise, or by an unrelated enterprise from a comparable uncontrolled transaction is computed having regard to the same base.
- ▶ The net profit margin is adjusted to take into account the differences, if any, between the International Transaction and the comparable uncontrolled transaction or between the enterprises entering into such transactions which could materially affect the amount of net profit margin in the open market.
- ▶ The net profit margin thus computed is established to be the same as the net profit margin arising from the International Transaction.
- ▶ The net profit margin thus established is then taken into account to arrive at the ALP in relation to the International Transaction.

#### VI. Any other method as provided in Rule 10AB ('Other Method')

- ▶ Any method that takes into account the price that has been charged or paid, or would have been charged or paid, for the same or similar uncontrolled transaction, with or between non-RPs, under similar circumstances considering all the facts, shall be regarded as one of the recognized methods for determining the ALP<sup>2</sup>.

---

<sup>2</sup> Inserted by CBDT Notification No.18 / 2012 dated 23 May 2012 on determination of ALP

## 4. Selection of method

For the various category of transactions, the following methods were selected for arms' length analysis:

Nature of Transaction	Methods used					
	CUP	TNMM	RPM	CPM	PSM	Other method
Purchase of raw material (CR Steel coils/sheets) from SUMO by MINL		✓				
Purchase of CR Sheets/GC Sheets by ML from Manaksia Steels Limited		✓				
Sale of HRC/sheets, consumables and spares by ML to SUMO				✓		
Sale of various goods by ML to MINL				✓		
Purchase of Raw Materials (Aluminium Sheet, TFS etc.) by MINL Limited from Manaksia Steels Limited		✓				
Receipt of Rental Income by ML from Bankura Machinery Pvt Ltd	✓					
Sale of spare parts, etc. by ML to Federated Steel Mills Limited				✓		

Nature of Transaction	Methods used					
	CUP	TNMM	RPM	CPM	PSM	Other method
Receipt of Rental Income by Aquarius Vyapaar LLP from ML	✓					
Receipt of Rental Income by Newcarve Vyapaar LLP from ML.	✓					
Purchase of CR Sheets/GC Sheets /Colour Coils, Color Coated and Aluzinc Coils/Sheets by Manaksia Ferro Industries Limited from Manaksia Steels Limited		✓				

## 5. Arm's length analysis

Based on the information and explanation provided by the management and the documents reviewed, EY has prepared RPT policy note for each category of transactions containing details like nature and description of transactions, justification for such transaction, pricing mechanism, basis of arriving at the price, documentation to be maintained, arm's length policy, etc.

The above analysis for all the transactions of FY 2026-27 for which approval has been sought from the Audit Committee has been summarised in the policy notes attached from Annexure 1 - 10.

Based on such analysis, it has been concluded that the related party transactions are in compliance with arm's length methodology.

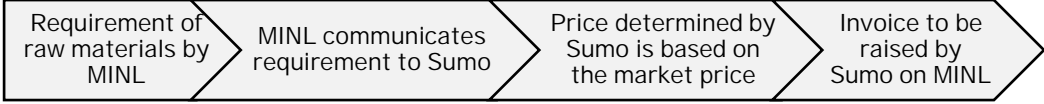
## Policy Note on transaction of purchase of goods

Related party involved:

- Sumo Steels Limited

Period covered: Financial year ended 31 March 2027

SN	Item	Particulars
1.	Nature of transaction	Purchase of raw material (CR Steel coils/sheets) from Sumo Steels Limited ("SUMO") by MINL Limited ("MINL")
2.	Name of Related party	Sumo Steels Limited
3.	Nature of relationship	Entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 420 crores [ Naira 63.35 Billions]
5.	% of MINL's turnover	127.55%
6.	Duration of transaction	During the FY 2026-27
7.	Description of transaction	<ol style="list-style-type: none"> <li>1. MINL manufactures Galvanized and pre-painted roofing sheets for which, Cold Rolled Steel Coil/Sheets is the major raw material.</li> <li>2. As per the regulations prevalent in Nigeria, import of such material is not allowed in Nigeria and needs to be procured locally.</li> <li>3. Further, the said materials are not available in Nigeria from any suppliers as all of them consume it captively.</li> <li>4. Hence, MINL has approached Sumo for purchase of goods who has agreed to supply the same at arm's length.</li> <li>5. Accordingly, based on availability of stock and price agreed, purchase order is raised by MINL on Sumo with specifications of the goods required.</li> <li>6. The purchase order shall have the following information: <ul style="list-style-type: none"> <li>• Ordered quantity</li> <li>• Price at which order is placed</li> <li>• Payment terms</li> <li>• Delivery terms</li> </ul> </li> </ol>
8.	User Department	Manufacturing department
9.	Justification of entering the transaction	Product needed by MINL is available in-house of required quality and specification with Sumo. Further, the price charged by Sumo is determined with reference to price prevailing in the market.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. A comprehensive list of documents required to be maintained is provided in point 15 below

SN	Item	Particulars
	substantiate arm's length?	provided in point 15 below
13.	Flow diagram of transaction mechanism:	 <pre> graph LR     A[Requirement of raw materials by MINL] --&gt; B[MINL communicates requirement to Sumo]     B --&gt; C[Price determined by Sumo is based on the market price]     C --&gt; D[Invoice to be raised by Sumo on MINL] </pre>
14.	Arm's length policy	<ol style="list-style-type: none"> <li>1. An analysis is required to be undertaken to identify any possible internal CUPs.</li> <li>2. In case of internal CUPs, the following factors needs to be considered: <ul style="list-style-type: none"> <li>• Similar products sold to the third party by Sumo</li> <li>• Similar products purchased from third party by MINL</li> </ul> </li> <li>3. Following parameters are required to be considered for the purpose of comparability: <ol style="list-style-type: none"> <li>a. Sale made to third party and MINL is in the same time period.</li> <li>b. Quantity sold to third party is similar to quantity sold to MINL.</li> <li>c. Specification of the product sold to MINL is the same as the product sold to third party.</li> </ol> </li> <li>4. In the absence of internal comparable, the price charged to MINL will be compared with externally published rate available in the market, if any.</li> <li>5. In the absence of comparable data and published market rate, Transactional Net Margin Method ('TNMM') is considered the most appropriate method for determination of price of the transaction.</li> <li>6. Accordingly, the margin earned by MINL from its manufacturing segment should be commensurate with the margin earned by similar companies to substantiate if the underlying transactions are at arm's length.</li> <li>7. Based on a benchmarking analysis, the arm's length margin obtained for similar transactions is in the range of 2.79% to 2.97% on operating revenue.</li> <li>8. The above margins have been benchmarked using companies engaged in similar business.</li> </ol>
15.	Documentation	<ol style="list-style-type: none"> <li>1. Copy of purchase orders raised by MINL for transaction of purchase of goods.</li> <li>2. Copy of invoices raised by Sumo on MINL.</li> <li>3. <u>In case internal comparable is available:</u> <ol style="list-style-type: none"> <li>a. Internal comparable from the perspective of MINL or Sumo in terms of the sales price.</li> <li>b. Last sale price, if any, and comparison of the current price to the same.</li> </ol> </li> <li>4. <u>In absence of internal comparable:</u> <ol style="list-style-type: none"> <li>a. Market published price of similar goods, if any.</li> </ol> </li> <li>5. <u>In case of TNMM:</u> <ol style="list-style-type: none"> <li>a. Margins earned by MINL from the transaction of</li> </ol> </li> </ol>

SN	Item	Particulars
		<p>manufacturing of steel products.</p> <p>b. Benchmarking study to arrive at the arm's length margins.</p>
16.	Statutes covered	<ol style="list-style-type: none"> <li>1. The Companies Act, 2013</li> <li>2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</li> </ol>


## Policy Note on transaction of purchase of CR sheet/GC Sheet/Colour Coils, Color Coated and Aluzinc Coils/Sheets

Related party involved:

- Manaksia Steels Limited

Period covered: Financial year ended 31 March 2027

SN	Item	Particulars
1.	Nature of transaction	Purchase of Cold Rolled Steel Coils/Sheets, Galvanized Steel Coils/Sheets etc by Manaksia Limited ("ML") from Manaksia Steels Limited ("MSL")
2.	Name of Related party	Manaksia Steels Limited ("MSL")
3.	Nature of relationship	Entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 75 crores
5.	% of ML's annual consolidated turnover	10.26%
6.	Duration of transaction	During the FY 2026-27
7.	Description of transaction	<ol style="list-style-type: none"> <li>1. ML is engaged in the business of trading of sale of steel &amp; related products.</li> <li>2. ML requires goods such as Cold Rolled Steel Coils/Sheets and Galvanized Steel Coils/Sheets for the purpose of its business operations.</li> <li>3. MSL sells Cold Rolled Steel Coils/Sheets and Galvanized Steel Coils/Sheets to related party and to third party distributors.</li> <li>4. Accordingly, based on availability of stock and price agreed, purchase order is raised by ML on MSL with specifications of the goods required.</li> <li>5. The purchase order shall have the following information: <ul style="list-style-type: none"> <li>• Ordered quantity</li> <li>• Price at which order is placed</li> <li>• Payment terms</li> <li>• Delivery terms</li> </ul> </li> </ol>
8.	User Department	Purchase department
9.	Justification of entering the transaction	Product needed by ML is available in-house with MSL of required quality and specification. Further, the price charged by related party is determined with reference to price prevailing in the market.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. A comprehensive list of documents required to be maintained is provided in point 15 below.
13.	Flow diagram of transaction mechanism:	

SN	Item	Particulars
		
14.	Arm's length policy	<ol style="list-style-type: none"> <li>1. An analysis is required to be undertaken to identify any possible internal CUPs.</li> <li>2. In case of internal CUPs, the following factors needs to be considered: <ul style="list-style-type: none"> <li>• Similar products sold to the third party by MSL</li> <li>• Similar products purchased from third party by ML</li> </ul> </li> <li>3. Following parameters are required to be considered for the purpose of comparability: <ol style="list-style-type: none"> <li>a. Sale made to third party and ML is in the same time period.</li> <li>b. Quantity sold to third party is similar to quantity sold to ML.</li> <li>c. Specification of the product sold to a third party is the same as the product sold to ML.</li> </ol> </li> <li>4. In the absence of internal comparable, the price charged to ML will be compared with externally published rate available in the market, if any.</li> <li>5. In the absence of comparable data and published market rate, Transactional Net Margin Method ('TNMM') is considered the most appropriate method for determination of price of the transaction.</li> <li>6. Accordingly, the margin earned by MSL from sale of required goods to related party should be commensurate with the margin earned by similar companies to substantiate if the transaction is at arm's length.</li> <li>7. Based on a benchmarking analysis, the arm's length margin obtained for similar transactions is in the range of 1.93% to 6.51% on cost.</li> <li>8. The above margins have been benchmarked using companies engaged in similar business.</li> </ol>
15.	Documentation	<ol style="list-style-type: none"> <li>1. Copy of purchase orders raised by ML for transaction of purchase of goods.</li> <li>2. Copy of invoices raised by MSL for sale of goods.</li> <li>3. <u>In case internal comparable is available:</u> <ol style="list-style-type: none"> <li>a. Internal comparable from the perspective of MSL or ML in terms of the sales price.</li> <li>b. Last sale price, if any, and comparison of the current price to the same.</li> </ol> </li> <li>4. <u>In absence of internal comparable:</u> <ol style="list-style-type: none"> <li>a. Market published price of similar goods, if any.</li> </ol> </li> <li>5. <u>In case of TNMM:</u> <ol style="list-style-type: none"> <li>a. Margins earned by MSL from the said transaction of sale of goods.</li> <li>b. Benchmarking study to arrive at the arm's length margins.</li> </ol> </li> </ol>

SN	Item	Particulars
16.	Statutes covered	1. The Companies Act, 2013 2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

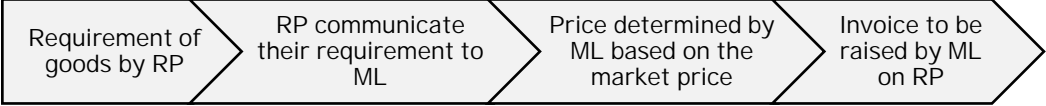
Policy Note on transaction of sale of Hot Rolled Steel Coils / Sheets, spares, consumables, etc.

Related parties involved:

- Sumo Steels Limited

Period covered: Financial year ended 31 March 2027

SN	Item	Particulars
1.	Nature of transaction	Sale of Hot Rolled Steel Coils / Sheets, spares, consumables, etc. by Manaksia Limited ("ML") to Sumo Steels Limited
2.	Name of Related party	Sumo Steels Limited
3.	Nature of relationship	Entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 250 crores
5.	% of ML's annual consolidated turnover	34.20%
6.	Duration of transaction	During the FY 2026-27
7.	Description of transaction	<ol style="list-style-type: none"> <li>1. ML is engaged in the business of trading of steel &amp; related products.</li> <li>2. RP requires goods such as Hot Rolled Steel Coils / Sheets, spares, consumables, etc. for the purpose of their business operations.</li> <li>3. ML has excess of such goods available which can be sold to its RP. In some cases, ML procures goods from third party and supplies the same to RP based on its requirements.</li> <li>4. Accordingly, based on availability of stock and price agreed, purchase order is raised by RP on ML with specifications of the goods required.</li> <li>5. The purchase order shall have the following information: <ul style="list-style-type: none"> <li>• Ordered quantity</li> <li>• Price at which order is placed</li> <li>• Payment terms</li> <li>• Delivery terms</li> </ul> </li> </ol>
8.	User Department	Sales department
9.	Justification of entering the transaction	Product needed by RP is available in-house / procured from third parties by ML of required quality and specification. Further, the price charged to RP is determined with reference to price prevailing in the market.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. A comprehensive list of documents required to be maintained is provided in point 15 below
13.	Flow diagram of transaction mechanism:	

SN	Item	Particulars
		
14.	Arm's length policy	<ol style="list-style-type: none"> <li>1. An analysis is required to be undertaken to identify any possible internal CUPs.</li> <li>2. In case of internal CUPs, the following factors needs to be considered: <ul style="list-style-type: none"> <li>• Similar products sold to the third party by ML</li> <li>• Similar products purchased from third party by RP</li> </ul> </li> <li>3. Following parameters are required to be considered for the purpose of comparability: <ol style="list-style-type: none"> <li>a. Sale made to third party and RP is in the same time period.</li> <li>b. Quantity sold to third party is similar to quantity sold to RP</li> <li>c. Specification of the product sold to a third party is the same as the product sold to RP.</li> </ol> </li> <li>4. In the absence of internal comparable, the price charged to RP will be compared with externally published rate available in the market, if any.</li> <li>5. In the absence of comparable data and published market rate, Cost Plus Method ('CPM') is considered the most appropriate method for determination of price of the transaction.</li> <li>6. Accordingly, the gross margin earned by ML from sale of required goods to RP should be commensurate with the gross margin earned by similar companies to substantiate if the transaction is at arm's length.</li> <li>7. Based on a benchmarking analysis, the arm's length margin obtained for similar transactions is in the range of 3.62% to 6.51% on cost.</li> <li>8. The above margins have been benchmarked using companies engaged in similar business.</li> </ol>
15.	Documentation	<ol style="list-style-type: none"> <li>1. Copy of purchase orders raised by RP for transaction of purchase of goods.</li> <li>2. Copy of invoices raised by ML for sale of goods.</li> <li>3. <u>In case internal comparable is available:</u> <ol style="list-style-type: none"> <li>a. Internal comparable from the perspective of ML or the RP in terms of the sales price.</li> <li>b. Last sale price, if any, and comparison of the current price to the same.</li> </ol> </li> <li>4. <u>In absence of internal comparable:</u> <ol style="list-style-type: none"> <li>a. Market published price of similar goods, if any.</li> </ol> </li> <li>5. <u>In case of TNMM:</u> <ol style="list-style-type: none"> <li>a. Gross margins earned by ML from the said transaction of sale of goods.</li> <li>b. Benchmarking study to arrive at the arm's length margins.</li> </ol> </li> </ol>

SN	Item	Particulars
16.	Statutes covered	1. The Companies Act, 2013 2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015


## Policy Note on transaction of sale of various materials to MINL Limited

Related party involved:

- MINL Limited

Period covered: Financial year ended 31 March 2027

SN	Item	Particulars
1.	Nature of transaction	Sale of various materials (such as zinc, metals, Spares, etc.) by Manaksia Limited ("ML") to MINL Limited ("MINL")
2.	Name of Related party	MINL Limited
3.	Nature of relationship	Wholly owned subsidiary
4.	Proposed transaction value for FY 26-27	INR 20 crores
5.	% of ML's annual consolidated turnover	2.74%
6.	Duration of transaction	During the FY 2026-27
7.	Description of transaction	<ol style="list-style-type: none"> <li>1. ML is engaged in the business of trading of steel &amp; related products.</li> <li>2. MINL requires goods such as zinc, metals, spares, etc. for the purpose of their business operations.</li> <li>3. ML has excess of such goods available which can be sold to MINL. In some cases, ML procures goods from third party and supplies the same to related party based on their requirements.</li> <li>4. Accordingly, based on availability of stock and price agreed, purchase order is raised by MINL on ML with specifications of the goods required.</li> <li>5. The purchase order shall have the following information: <ul style="list-style-type: none"> <li>• Ordered quantity</li> <li>• Price at which order is placed</li> <li>• Payment terms</li> <li>• Delivery terms</li> </ul> </li> </ol>
8.	User Department	Sales department
9.	Justification of entering the transaction	Product needed by MINL is available in-house / procured from third parties by ML of required quality and specification. Further, the price charged to MINL is determined with reference to price prevailing in the market.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. A comprehensive list of documents required to be maintained is provided in point 15 below
13.	Flow diagram of transaction mechanism:	

SN	Item	Particulars
		 <pre> graph LR     A[Requirement of goods by related party] --&gt; B[Related party communicates requirement to ML]     B --&gt; C[Price determined by ML based on the market price]     C --&gt; D[Invoice to be raised by ML on related party] </pre>
14.	Arm's length policy	<ol style="list-style-type: none"> <li>1. An analysis is required to be undertaken to identify any possible internal CUPs.</li> <li>2. In case of internal CUPs, the following factors needs to be considered: <ul style="list-style-type: none"> <li>• Similar products sold to the third party by ML</li> <li>• Similar products purchased from third party by related party</li> </ul> </li> <li>3. Following parameters are required to be considered for the purpose of comparability: <ol style="list-style-type: none"> <li>a. Sales made to third party and a related party is in the same time period.</li> <li>b. Quantity sold to third party is similar to quantity sold to a related party.</li> <li>c. Specification of the product sold to a third party is the same as the product sold to a related party.</li> </ol> </li> <li>4. In the absence of internal comparable, the price charged to a related party will be compared with externally published rate available in the market, if any.</li> <li>5. In the absence of comparable data and published market rate, Cost Plus Method ('CPM') is considered the most appropriate method for determination of price of the transaction.</li> <li>6. Accordingly, the gross margin earned by ML from sale of required goods to MINL should be commensurate with the gross margin earned by similar companies to substantiate if the transaction is at arm's length.</li> <li>7. Based on a benchmarking analysis, the arm's length margin obtained for similar transactions is in the range of 3.62% to 6.51% on cost.</li> <li>8. The above margins have been benchmarked using companies engaged in similar business.</li> </ol>
15.	Documentation	<ol style="list-style-type: none"> <li>1. Copy of purchase orders raised by MINL for transaction of purchase of goods.</li> <li>2. Copy of invoices raised by ML for sale of goods.</li> <li>3. <u>In case internal comparable is available:</u> <ol style="list-style-type: none"> <li>a. Internal comparable from the perspective of ML or MINL buyers in terms of the sales price.</li> <li>b. Last sale price, if any, and comparison of the current price to the same.</li> </ol> </li> <li>4. <u>In absence of internal comparable:</u> <ol style="list-style-type: none"> <li>a. Market published price of similar goods, if any.</li> </ol> </li> <li>5. <u>In case of TNMM:</u> <ol style="list-style-type: none"> <li>a. Gross margins earned by ML from the said transaction of sale of goods.</li> <li>b. Benchmarking study to arrive at the arm's length</li> </ol> </li> </ol>

SN	Item	Particulars
		margins.
16.	Statutes covered	1. The Companies Act, 2013 2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015


## Policy Note on transaction of purchase of goods by MINL Limited from Manaksia Steels Limited (MSL)

Related party involved:

- MINL Limited
- Manaksia Steels Limited

Period covered: Financial year ended 31 March 2027

SN	Item	Particulars
1.	Nature of transaction	Purchase of Raw Materials i.e. Aluminium Sheets, Pickling Prep for Metal Surface, Antimony, Tin Ingot, TFS etc. and other Machinery and Spare Parts i.e. Bricks and Blocks, etc. by MINL Limited, a wholly owned subsidiary of Manaksia Limited
2.	Name of Related party	MINL Limited Manaksia Steels Limited
3.	Nature of relationship	MSL is an entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 200 Crores
5.	% of ML's turnover	27.36%
6.	% of MINL's turnover	60.74%
7.	Duration of transaction	During the FY 2026-27
8.	Description of transaction	<ol style="list-style-type: none"> <li>1. MINL is engaged in the manufacturing of products like Coils, Roofing sheets, Ingots etc.</li> <li>2. It requires various raw materials such as Aluminium Sheets, Pickling Prep for Metal Surface, Antimony, Tin Ingot, TFS etc. for its manufacturing operations.</li> <li>3. MINL is also in need of other Machinery and Spare Parts including Bricks and Blocks, etc.</li> <li>4. Required materials are not available in Nigeria from any suppliers as all of them consume it captively.</li> <li>5. Hence, MINL has approached MSL for purchase of goods who has agreed to supply the same at arm's length.</li> <li>6. Accordingly, based on availability of stock and price agreed, purchase order is raised by MINL on MSL with specifications of the goods required.</li> <li>7. The purchase order shall have the following information: <ul style="list-style-type: none"> <li>• Ordered quantity</li> <li>• Price at which order is placed</li> <li>• Payment terms</li> <li>• Delivery terms</li> </ul> </li> </ol>
9.	User Department	Manufacturing department
10.	Justification of entering the transaction	Product needed by MINL is available in-house of required quality and specification with MSL. Further, the price charged by MSL is determined with reference to price prevailing in the market.
11.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.

SN	Item	Particulars
12.	Whether the transaction is at arm's length?	Yes
13.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. A comprehensive list of documents required to be maintained is provided in point 15 below
14.	Flow diagram of transaction mechanism:	 <pre> graph LR     A[Requirement of raw materials by MINL] --&gt; B[MINL communicates requirement to MSL]     B --&gt; C[Price determined by MSL is based on the market price]     C --&gt; D[Invoice to be raised by MSL on MINL] </pre>
15.	Arm's length policy	<ol style="list-style-type: none"> <li>1. An analysis is required to be undertaken to identify any possible internal CUPs.</li> <li>2. In case of internal CUPs, the following factors needs to be considered: <ul style="list-style-type: none"> <li>• Similar products sold to the third party by MSL</li> <li>• Similar products purchased from third party by MINL</li> </ul> </li> <li>3. Following parameters are required to be considered for the purpose of comparability: <ol style="list-style-type: none"> <li>a. Sale made to third party and MINL is in the same time period.</li> <li>b. Quantity sold to third party is similar to quantity sold to MINL.</li> <li>c. Specification of the product sold to MINL is the same as the product sold to third party.</li> </ol> </li> <li>4. In the absence of internal comparable, the price charged to MINL will be compared with externally published rate available in the market, if any.</li> <li>5. In the absence of comparable data and published market rate, Transactional Net Margin Method ('TNMM') is considered the most appropriate method for determination of price of the transaction.</li> <li>6. Accordingly, the gross margin earned by MSL from sale of required goods to RPs should be commensurate with the margin earned by similar companies to substantiate if the underlying transactions are at arm's length.</li> <li>7. Based on a benchmarking analysis, the arm's length margin obtained for similar transactions is in the range of 1.93% to 6.51% on cost.</li> <li>8. The above margins have been benchmarked using companies engaged in similar business.</li> </ol>
16.	Documentation	<ol style="list-style-type: none"> <li>1. Copy of purchase orders raised by MINL for transaction of purchase of goods.</li> <li>2. Copy of invoices raised by Sumo on MINL.</li> <li>3. <u>In case internal comparable is available:</u> <ol style="list-style-type: none"> <li>a. Internal comparable from the perspective of MINL or Sumo in terms of the sales price.</li> <li>b. Last sale price, if any, and comparison of the current price to the same.</li> </ol> </li> <li>4. <u>In absence of internal comparable:</u></li> </ol>

SN	Item	Particulars
		<ul style="list-style-type: none"> <li>a. Market published price of similar goods, if any.</li> <li>5. <u>In case of TNMM:</u> <ul style="list-style-type: none"> <li>a. Margins earned by MINL from the transaction of manufacturing of steel products.</li> <li>b. Benchmarking study to arrive at the arm's length margins.</li> </ul> </li> </ul>
17.	Statutes covered	<ul style="list-style-type: none"> <li>1. The Companies Act, 2013</li> <li>2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</li> </ul>

Policy Note on rental income received from  
Bankura Machinery Private Limited

SN	Item	Particulars
1.	Nature of transaction	Receipt of Rental Income by ML from Bankura Machinery Private Limited
2.	Name of Related party	Bankura Machinery Private Limited (BMPL)
3.	Nature of relationship	Entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 1 Lakh
5.	% of ML's annual consolidated turnover	0.00%
6.	Duration of transaction	The transaction is on need basis.
7.	Description of transaction	<ol style="list-style-type: none"> <li>1. ML has premises available for use, which may be used by its group companies.</li> <li>2. BMPL requires table space for use as its registered office.</li> <li>3. BMPL shall communicate the requirement of the space as needed.</li> <li>4. ML shall provide the premises as per availability and shall raise the invoice on BMPL for the services rendered.</li> </ol>
8.	User Department	Relevant department
9.	Justification of entering the transaction	ML have premises available which is required by RPs is most commercially and synergistically appropriate for RP's need. Further, payment made as per market rate.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. Comprehensive list of documents required to be maintained is provided in point 15 below.
13.	Flow diagram of transaction mechanism:	<pre> graph LR     A[ML own/lease premises, etc.] --&gt; B[RP requires such premises for its business purpose]     B --&gt; C[ML provide such premise to RP on rent]     C --&gt; D[ML to charge rent as per the market rate] </pre>
14.	Arm's length policy	<ol style="list-style-type: none"> <li>1. For determination of arm's length price, the first analysis is to look for internal comparable.</li> <li>2. In the instant case, ML leases premises from third party, and sub-leases a portion of it to BMPL.</li> <li>3. Accordingly, rent charged from BMPL is in line with the rent</li> </ol>

SN	Item	Particulars
		<p>paid to third party for the premise taken on lease.</p> <ol style="list-style-type: none"> <li>4. For maintenance, electricity and other charges, if any, ML may recover the same based on actuals (without any mark-up).</li> <li>5. Since the rental income received is based on market rate, the transaction is considered to be at arm's length.</li> </ol>
15.	Documentation	<ol style="list-style-type: none"> <li>1. Rent agreement between RP and ML.</li> <li>2. Invoice raised by ML on RP for the rent of the premise.</li> <li>3. Copy of rent agreement between ML and third party.</li> <li>4. Copy of invoices raised by third parties on ML for rent.</li> </ol>
16.	Statutes covered	<ol style="list-style-type: none"> <li>1. The Companies Act, 2013</li> <li>2. SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015</li> </ol>

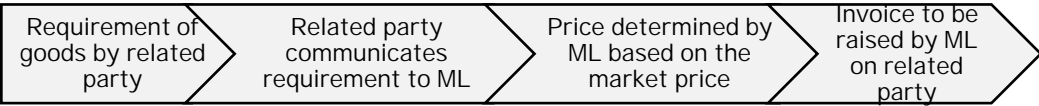
## Policy Note on transaction of sale of various materials to Federated Steel Mills Limited

Related party involved:

- Federated Steel Mills Limited

Period covered: Financial year ended 31 March 2027

SN	Item	Particulars
1.	Nature of transaction	Sale of Spares parts by Manaksia Limited ("ML") to Federated Steel Mills Limited ("FSML")
2.	Name of Related party	Federated Steel Mills Limited ("FSML")
3.	Nature of relationship	Entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 5 crores
5.	% of ML's annual consolidated turnover	0.68%
6.	Duration of transaction	During the FY 2026-27
7.	Description of transaction	<ol style="list-style-type: none"> <li>1. ML is engaged in the business of trading of steel &amp; related products.</li> <li>2. FSML requires goods such as spares parts for the purpose of their business operations.</li> <li>3. ML has excess of such goods available which can be sold to FSML. In some cases, ML procures goods from third party and supplies the same to related party based on their requirements.</li> <li>4. Accordingly, based on availability of stock and price agreed, purchase order is raised by FSML on ML with specifications of the goods required.</li> <li>5. The purchase order shall have the following information: <ul style="list-style-type: none"> <li>• Ordered quantity</li> <li>• Price at which order is placed</li> <li>• Payment terms</li> <li>• Delivery terms</li> </ul> </li> </ol>
8.	User Department	Sales department
9.	Justification of entering the transaction	Product needed by FSML is available in-house / procured from third parties by ML of required quality and specification. Further, the price charged to FSML is determined with reference to price prevailing in the market.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. A comprehensive list of documents required to be maintained is provided in point 15 below
13.	Flow diagram of transaction mechanism:	

SN	Item	Particulars
		 <pre> graph LR     A[Requirement of goods by related party] --&gt; B[Related party communicates requirement to ML]     B --&gt; C[Price determined by ML based on the market price]     C --&gt; D[Invoice to be raised by ML on related party] </pre>
14.	Arm's length policy	<ol style="list-style-type: none"> <li>1. An analysis is required to be undertaken to identify any possible internal CUPs.</li> <li>2. In case of internal CUPs, the following factors needs to be considered: <ul style="list-style-type: none"> <li>• Similar products sold to the third party by ML</li> <li>• Similar products purchased from third party by related party</li> </ul> </li> <li>3. Following parameters are required to be considered for the purpose of comparability: <ol style="list-style-type: none"> <li>a. Sales made to third party and a related party is in the same time period.</li> <li>b. Quantity sold to third party is similar to quantity sold to a related party.</li> <li>c. Specification of the product sold to a third party is the same as the product sold to a related party.</li> </ol> </li> <li>4. In the absence of internal comparable, the price charged to a related party will be compared with externally published rate available in the market, if any.</li> <li>5. In the absence of comparable data and published market rate, Cost Plus Method ('CPM') is considered the most appropriate method for determination of price of the transaction.</li> <li>6. Accordingly, the gross margin earned by ML from sale of required goods to FSML should be commensurate with the gross margin earned by similar companies to substantiate if the transaction is at arm's length.</li> <li>7. Based on a benchmarking analysis, the arm's length margin obtained for similar transactions is in the range of 3.62% to 6.51% on cost.</li> <li>8. The above margins have been benchmarked using companies engaged in similar business.</li> </ol>
15.	Documentation	<ol style="list-style-type: none"> <li>1. Copy of purchase orders raised by FSML for transaction of purchase of goods.</li> <li>2. Copy of invoices raised by ML for sale of goods.</li> <li>3. <u>In case internal comparable is available:</u> <ol style="list-style-type: none"> <li>a. Internal comparable from the perspective of ML or FSML buyers in terms of the sales price.</li> <li>b. Last sale price, if any, and comparison of the current price to the same.</li> </ol> </li> <li>4. <u>In absence of internal comparable:</u> <ol style="list-style-type: none"> <li>a. Market published price of similar goods, if any.</li> </ol> </li> <li>5. <u>In case of TNMM:</u> <ol style="list-style-type: none"> <li>a. Gross margins earned by ML from the said transaction of sale of goods.</li> <li>b. Benchmarking study to arrive at the arm's length margins.</li> </ol> </li> </ol>

SN	Item	Particulars
16.	Statutes covered	1. The Companies Act, 2013 2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Policy Note on rental income received by  
Aquarius Vyapaar LLP

SN	Item	Particulars
1.	Nature of transaction	Receipt of Rental Income by Aquarius Vyapaar LLP from Manaksia Limited("ML")
2.	Name of Related party	Aquarius Vyapaar LLP ("AV LLP")
3.	Nature of relationship	Entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 3 Lakh
5.	% of ML's annual consolidated turnover	0.00%
6.	Duration of transaction	The transaction is on need basis.
7.	Description of transaction	<ol style="list-style-type: none"> <li>1. AV LLP has premises available for use, which may be used by its group companies.</li> <li>2. ML requires space for use as its office and guest house.</li> <li>3. ML shall communicate the requirement of the space as needed.</li> <li>4. AV LLP shall provide the premises as per availability and shall raise the invoice on ML for the services rendered.</li> </ol>
8.	User Department	Relevant department
9.	Justification of entering the transaction	AV LLP have premises available which is required by RPs is most commercially and synergistically appropriate for RP's need. Further, payment made as per market rate.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. Comprehensive list of documents required to be maintained is provided in point 15 below.
13.	Flow diagram of transaction mechanism:	<pre> graph LR     A[AV LLP own/lease premises, etc.] --&gt; B[RP requires such premises for its business purpose]     B --&gt; C[AV LLP provide such premise to RP on rent]     C --&gt; D[AV LLP to charge rent as per the market rate] </pre>
14.	Arm's length policy	<ol style="list-style-type: none"> <li>1. For determination of arm's length price, the first analysis is to look for internal comparable.</li> <li>2. AV LLP charges rent to ML at the market rate</li> <li>3. For maintenance, electricity and other charges, if any, AV LLP may recover the same based on actuals (without any</li> </ol>

SN	Item	Particulars
		<p>mark-up).</p> <p>4. Since the rental income received is based on market rate, the transaction is considered to be at arm's length.</p>
15.	Documentation	<p>1. Rent agreement between RP and ML.</p> <p>2. Invoice raised by AV LLP on ML for the rent of the premise.</p> <p>3. Copy of rent agreement between AV LLP and third party.</p> <p>4. Copy of invoices raised by third parties on ML for rent.</p>
16.	Statutes covered	<p>1. The Companies Act, 2013</p> <p>2. SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015</p>

Policy Note on rental income received by  
Newcarve Vyapaar LLP

SN	Item	Particulars
1.	Nature of transaction	Receipt of Rental Income by Newcarve Vyapaar LLP from ML.
2.	Name of Related party	Newcarve Vyapaar LLP ("NV LLP")
3.	Nature of relationship	Entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 3 Lakh
5.	% of ML's annual consolidated turnover	0.00%
6.	Duration of transaction	The transaction is on need basis.
7.	Description of transaction	<ol style="list-style-type: none"> <li>NV LLP has premises available for use, which may be used by its group companies.</li> <li>ML requires space for use as its registered office and guest house.</li> <li>ML shall communicate the requirement of the space as needed.</li> <li>NV LLP shall provide the premises as per availability and shall raise the invoice on ML for the services rendered.</li> </ol>
8.	User Department	Relevant department
9.	Justification of entering the transaction	NV LLP have premises available which is required by ML is most commercially and synergistically appropriate for ML's need. Further, payment made as per market rate.
10.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
11.	Whether the transaction is at arm's length?	Yes
12.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. Comprehensive list of documents required to be maintained is provided in point 15 below.
13.	Flow diagram of transaction mechanism:	<pre> graph LR     A[NV LLP own/lease premises, etc.] --&gt; B[ML requires such premises for its business purpose]     B --&gt; C[NV LLP provide such premise to ML on rent]     C --&gt; D[NV LLP to charge rent as per the market rate] </pre>
14.	Arm's length policy	<ol style="list-style-type: none"> <li>For determination of arm's length price, the first analysis is to look for internal comparable.</li> <li>NV LLP charges rent at a market rate to ML.</li> <li>For maintenance, electricity and other charges, if any, NV LLP may recover the same based on actuals (without any</li> </ol>

SN	Item	Particulars
		mark-up). 4. Since the rental income received is based on market rate, the transaction is considered to be at arm's length.
15.	Documentation	1. Rent agreement between RP and ML. 2. Invoice raised by NV LLP on ML for the rent of the premise. 3. Copy of rent agreement between ML and third party. 4. Copy of invoices raised by third parties on ML for rent.
16.	Statutes covered	1. The Companies Act, 2013 2. SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015


Policy Note on transaction of purchase of goods by Manaksia Ferro Industries Limited (MSL) from Manaksia Steels Limited.

Related party involved:

- Manaksia Ferro Industries Limited
- Manaksia Steels Limited

Period covered: Financial year ended 31 March 2027

SN	Item	Particulars
1.	Nature of transaction	Purchase of Cold Rolled Steel Coils/Sheets, Galvanized Steel Coils/Sheets etc by Manaksia Ferro Industries Limited ("MFIL") from Manaksia Steels Limited ("MSL")
2.	Name of Related party	Manaksia Ferro Industries Limited Manaksia Steels Limited
3.	Nature of relationship	MSL is an entity over which key managerial personnel and their relatives have significant influence
4.	Proposed transaction value for FY 26-27	INR 75 Crores
5.	% of ML's turnover	10.26%
6.	% of MFIL's turnover	0.00%
7.	Duration of transaction	During FY 2026-27
8.	Description of transaction	<ol style="list-style-type: none"> <li>1. MSL is engaged in the manufacturing of products like Coils, Roofing sheets, Ingots etc.</li> <li>2. RP requires goods such as Hot Rolled Steel Coils / Sheets, spares, consumables, etc. for the purpose of their business operations.</li> <li>3. MSL has excess of such goods available which can be sold to its RP. In some cases, MSL procures goods from third party and supplies the same to RP based on its requirements.</li> <li>4. Hence, MFIL has approached MSL for purchase of goods who has agreed to supply the same at arm's length.</li> <li>5. Accordingly, based on availability of stock and price agreed, purchase order is raised by MFIL on MSL with specifications of the goods required.</li> <li>6. The purchase order shall have the following information: <ul style="list-style-type: none"> <li>• Ordered quantity</li> <li>• Price at which order is placed</li> <li>• Payment terms</li> <li>• Delivery terms</li> </ul> </li> </ol>
9.	User Department	Manufacturing department
10.	Justification of entering the transaction	Product needed by MFIL is available in-house of required quality and specification with MSL. Further, the price charged by MSL is determined with reference to price prevailing in the market.
11.	Whether the transaction is in the ordinary course of business?	Based on the justification as presented above and as per representation by the management, the transaction is in the ordinary course of business.
12.	Whether the transaction is at arm's length?	Yes

SN	Item	Particulars
13.	Is there adequate documentation available to substantiate arm's length?	A reasonable level of documentation is available. A comprehensive list of documents required to be maintained is provided in point 15 below
14.	Flow diagram of transaction mechanism:	 <pre> graph LR     A[Requirement of raw materials by MFIL] --&gt; B[MFIL communicates requirement to MSL]     B --&gt; C[Price determined by MSL is based on the market price]     C --&gt; D[Invoice to be raised by MSL on MFIL] </pre>
15.	Arm's length policy	<ol style="list-style-type: none"> <li>1. An analysis is required to be undertaken to identify any possible internal CUPs.</li> <li>2. In case of internal CUPs, the following factors needs to be considered: <ul style="list-style-type: none"> <li>• Similar products sold to the third party by MSL</li> <li>• Similar products purchased from third party by MFIL</li> </ul> </li> <li>3. Following parameters are required to be considered for the purpose of comparability: <ol style="list-style-type: none"> <li>a. Sale made to third party and MFIL is in the same time period.</li> <li>b. Quantity sold to third party is similar to quantity sold to MSL.</li> <li>c. Specification of the product sold to MFIL is the same as the product sold to third party.</li> </ol> </li> <li>4. In the absence of internal comparable, the price charged to MFIL will be compared with externally published rate available in the market, if any.</li> <li>5. In the absence of comparable data and published market rate, Transactional Net Margin Method (TNMM') is considered the most appropriate method for determination of price of the transaction.</li> <li>6. Accordingly, the gross margin earned by MSL from sale of required goods to RPs should be commensurate with the margin earned by similar companies to substantiate if the underlying transactions are at arm's length.</li> <li>7. Based on a benchmarking analysis, the arm's length margin obtained for similar transactions is in the range of 1.93% to 6.51% on cost.</li> <li>8. The above margins have been benchmarked using companies engaged in similar business.</li> </ol>
16.	Documentation	<ol style="list-style-type: none"> <li>1. Copy of purchase orders raised by MFIL for transaction of purchase of goods.</li> <li>2. Copy of invoices raised by Sumo on MSL.</li> <li>3. <u>In case internal comparable is available:</u> <ol style="list-style-type: none"> <li>a. Internal comparable from the perspective of MSL or MFIL in terms of the sales price.</li> <li>b. Last sale price, if any, and comparison of the current price to the same.</li> </ol> </li> <li>4. <u>In absence of internal comparable:</u> <ol style="list-style-type: none"> <li>a. Market published price of similar goods, if any.</li> </ol> </li> <li>5. <u>In case of TNMM:</u></li> </ol>

SN	Item	Particulars
		<ul style="list-style-type: none"> <li>a. Margins earned by MSL from the transaction of manufacturing of steel products.</li> <li>b. Benchmarking study to arrive at the arm's length margins.</li> </ul>
17.	Statutes covered	<ul style="list-style-type: none"> <li>1. The Companies Act, 2013</li> <li>2. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</li> </ul>