

STAKEHOLDERS RELATIONS AND SHARE TRANSFER POLICY

INTRODUCTION

The Committee constituted in compliance with the applicable provisions of the Companies Act, 2013, shall ensure.

- i. To consider and resolve the grievances of security holders of the Company including Investors' complaints
- ii. Approval of transfer or transmission of shares, debentures or any other securities.
- iii. Issuance of duplicate certificates and new certificates on split/consolidation/renewal etc.
- iv. Redressal of complaints regarding the non-receipt of declared dividends, balance sheets of the Company, etc.
- v. Effective implementation of whistle blower mechanism offered to all the Stake holders to report any concerns about illegal or unethical practices.
- vi. Carrying out any other function contained in the Listing Agreement/Listing Regulations, as amended from time to time.

Performance of such other functions as may be necessary under any statutory or other regulatory requirements to be performed by the Committee and as delegated by the Board from time to time.

The Savani Financials Limited (SFL) policies and management system provide direction and structure for the Company's economic, social and environmental performance. In turn, these policies guide our business decisions as we work to meet regulatory requirements and stakeholder needs and expectations.

Our Stakeholder Relations Guideline reflects our values and beliefs. It specifies the importance of meeting the changing expectations of our stakeholders and encourages the kind of open, honest communication that fosters trust and co-operation.

Through information sharing, consultation and collaboration, the SFL aims to develop long-term relationships with stakeholders that enable us to supply the products our customers' demand, while contributing to a strong economy, healthy environment and social well-being.

By understanding stakeholder issues and striving for solutions, the SFL is able to maintain its social license to operate and gain support for its growth plans, which in turn help generate shareholder value.

DEFINITIONS

- i. "SFL" or "Company" means Savani Financials Limited, a Company incorporated under the Companies Act, 1956.
- ii. "The Stakeholder Relationship & Share Transfer Committee" or "Committee" means Committee of Board of Directors of the Company constituted under the provisions of Companies Act, 2013 and - Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'),
- iii. "Board of Directors" or "Board" in relation to a Company, means the collective body of Directors of the Company. (Section 2(10) of the Companies Act, 2013)
- iv. "Policy" means this Policy, as amended from time to time.

LEGAL FRAMEWORK

- i. Section 178(5) of the Companies Act, 2013 ('the Act') requires the Board of Directors of a Company, consisting of more than one thousand shareholders, debenture-holders, deposit holders & any other security holders, shall constitute a Stakeholders Relationship Committee consisting of a chairperson who shall be a non-executive director & such other members as may be decided by the Board,
- ii. Section 178(6) of the Act states: The Stakeholders Relationship Committee shall consider and resolve the grievances of the security holders of the Company,
- iii. Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, across its different clauses, customarily,

ROLE OF STAKEHOLDERS IN CORPORATE GOVERNANCE

The listed entity shall recognize the rights of its stakeholders and encourage cooperation between listed entity and the stakeholders, in the following manner:

- i. The listed entity shall respect the rights of stakeholders that are established by law or through mutual agreements.
- ii. Stakeholders shall have the opportunity to obtain effective redress for violation of their rights.
- iii. Stakeholders shall have access to relevant, sufficient and reliable information on a timely and regular basis to enable them to participate in corporate governance process.

- iv. The listed entity shall devise an effective whistle blower mechanism enabling stakeholders, including individual employees and their representative bodies, to freely communicate their concerns about illegal or unethical practices.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS

The Board of Directors of the listed entity shall have the following responsibilities:

- i. The board of directors and senior management shall conduct themselves to meet the expectations of operational transparency to stakeholders while at the same time maintaining confidentiality of information to foster a culture of good decision-making.
- ii. The board of directors shall maintain high ethical standards and shall consider the interests of stakeholders.

ROLE OF STAKEHOLDERS RELATIONSHIP COMMITTEE

- i. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- ii. Review of measures taken for effective exercise of voting rights by shareholders.
- iii. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- iv. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

COMMITTEE

- i. The Committee is a standing Committee of the Board of the Company.
- ii. This Committee shall primarily fulfil the requirements of the 'Stakeholders Relationship Committee, which is required to be constituted pursuant to Section 178 of the Companies Act, 2013 and the Rules prescribed thereto or any amendments thereof including Share Transfer Committee, specifically look into the various aspects of interest shareholders, debenture holders and other security holders including but not limited to complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

- iii. This Policy shall govern the areas of operation and processes of the committee. The committee shall review the adequacy of policy on need basis and shall recommend changes, if any required in the policy to the Board for its approval.
- iv. The Board will adopt this policy of the Committee setting out the Terms of references / responsibilities delegated by the Board to the committee and the committee's structure and mode of operation.
- v. The role of the committee is to operate within the terms of its policy and to review, take note / decide / make recommendations to the Board on the matters placed before the Committee.

CONSTITUTION OF THE COMMITTEE

(i) MEMBERS

In terms of section 178 (5) of the Companies Act, 2013, the Committee shall consist of a chairperson who shall be a non-executive director and such other members as may be decided by the Board. In terms of Regulation 20 of SEBI Listing Regulations, the Committee shall consist of at least three directors, with at least one being an independent director. The Committee members shall be appointed by the Board. The Company Secretary shall act as the Secretary to the Committee. The chairperson of the committees or, in his/her absence, any other member of the committee authorised by him in this behalf shall attend the general meetings of the Company.

(ii) CHAIRPERSON

The Chairperson of the Stakeholders Relationship Committee shall be appointed by the Board at the time of constitution or reconstitution of the Committee and shall be non-executive Director. The members of the Committee may also elect the Chairperson amongst themselves in absence of the chairperson.

(iii) RECONSTITUTION

The Board may at its discretion reconstitute the Stakeholders Relationship Committee at any time.

iv) MEETINGS AND QUORUM

The Committee shall meet at least four times a year. Either two members or one third of the members of the committee, whichever is greater shall form the quorum for the meeting of the Committee.

(v) SCOPE AND AUTHORITY

The scope and authority as well as the primary purpose of the Committee shall be to consider and resolve the grievances of security holders of the company and as may be prescribed by the Board of Directors of the Company including but not limited to the following matters:

MATTERS RELATED WITH THE SECURITY HOLDERS: GRIEVANCES

Consider and resolve the grievances of the security holders of the Company.

Review and timely redressal of all the Security holders Grievances related to issue, allotment, transfer, dematerialization, dematerialization etc. of shares and / or other securities of the Company.

Review and timely redressal of all the Security holders Grievances related to non-receipt of information demanded if any, including but not limited to non-receipt of Annual Report, nonreceipt of declared Dividend, share certificates, etc.;

Preliminary review and noting of all legal notices received and/or legal cases filed against the Company by the security holders and taking appropriate action to protect the interest of the Company.

Review and effective redressal / resolution of all other grievances related to security holders, shares, share capital, statutory documents/ information etc.

Review the process and mechanism of redressal of investor complaints and suggesting measures of improving the existing system of redressal of investor grievances.

Accomplish all such acts, things, deeds and matters in compliances with the provisions of all the applicable law(s), rules & regulations either framed thereunder or separately, including any modifications thereto and / or re-enactment thereof for the time being in force and/ or in the best interest of the stakeholders.

MATTERS RELATED WITH THE SECURITY HOLDERS: SHARE TRANSFER & OTHER RELATED MATTERS

Review and approval of all requests pertaining to sub-division, consolidation, transfer, transmission of shares and issue of duplicate share certificates.

Review and approval of all requests pertaining to dematerialization or rematerialization of shares.

Review of statutory compliances pertaining to share / security capital, processes, shareholders, Registrar & Share Transfer Agent (RTA) and the depository(s) National

Securities Depository Limited (“NSDL”) and/ or Central Depository Services (India) Limited (“CDSL”);

Management of the shareholding structure of the Company including foreign holding specifically in terms of the FDI Policy.

Overseeing the functioning of the RTA and Compliance officer.
Recommendation for change of RTA, reviewing scope of work and fees, etc;

Accomplish all such acts, things, deeds and matters in compliances with the provisions of all the applicable law(s), rules & regulations either framed thereunder or separately, including any modifications thereto and / or re-enactment thereof for the time being in force and/ or in the best interest of the security holders.

EFFECTIVE DATE

This policy was first approved by the Board of Directors on April 03, 2015, and amended policy was approved dated 12th August, 2024

CONFIDENTIALITY

The members of the Stakeholders Relationship Committee and all other individuals attending the meetings of the Committee should not disclose the information contained in the reports they receive, the contents of discussion or confidential information regarding the Company which have become known to them in such meetings to any other person other than in course of conducting their normal duties.

LIMITATION AND AMENDMENT

- i. The Board may in their discretion and on recommendation of the Committee, make any changes/modifications and/or amendments to this Policy from time to time.
- ii. Requirements with respect to quorum, notice of meeting, documentation, etc shall be in conformity with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government, unless expressly stated otherwise.
- iii. In the event of any conflict between the provisions of this Policy and of the Act or Listing Regulations or any other statutory enactments, rules, the provisions of such Act or Listing Regulations or statutory enactments, rules shall prevail over and automatically be applicable to this Policy and the relevant provisions of the Policy would be amended/modified in due course to make it consistent with the law.