

May 07, 2026

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai – 400051

BSE – 500495

NSE – ESCORTS

Sub: Intimation of Revision in Policies

Dear Sir/ Ma'am,

We wish to inform that the Board of Directors of the Company, at their meeting held today i.e. on May 07, 2026, have accorded their approval for updation in the following Policies of the Company as mentioned below:

1. Policy on Materiality of Related Party Transactions (RPTs) and on Dealing with RPTs
2. Policy on Preservation of Documents Records of Escorts Kubota Limited

The updated policies are enclosed herewith and are also being uploaded on the website of the Company at <https://www.escortskubota.com>.

Kindly take the same on record.

Thanking You,
Yours faithfully,
for **Escorts Kubota Limited**

Arvind Kumar
Company Secretary

Encl.: As above



**POLICY ON MATERIALITY OF RELATED PARTY TRANSACTIONS
AND
ON DEALING WITH RELATED PARTY TRANSACTIONS**

1. Introduction and Background

The Board of Directors (the "Board") of Escorts Kubota Limited (the "Company") in their meeting held on February 11, 2015 has adopted this policy with regard to identification of related parties and materiality of related party transactions as prescribed under the Companies Act, 2013, as amended from time to time ("Act") read with the Rules framed thereunder and SEBI ('Securities and Exchange Board of India') LODR ('Listing Obligations and Disclosure Requirements') Regulations, 2015, as amended from time to time, ("Listing Regulations"), and has formulated guidelines for the proper conduct and documentation of all related party transactions. Subsequently, it was reviewed and modified time to time.

2. Scope & Inclusion

This policy sets definition of materiality of related party transactions and dealing with related party transactions.

3. Definitions:

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

"Audit Committee or Committee" means the Committee of the Board formed under Section 177 of the Act and Regulation 18 of the Listing Regulations.

"Board" means Board of Directors of the Company.

"Key Managerial Personnel" shall mean the officers of the Company as defined in Section 2(51) read with Section 203 of the Act.

"Material Related Party Transaction" shall mean the material related party transactions as defined under Regulation 23 of Listing Regulations.

"Policy" means Policy on Materiality of Related Party Transactions and dealing with related party transactions.

"Related Party" means related party as defined under Section 2(76) of the Companies Act, 2013 read with rules made thereunder and Regulation 2(1)(zb) of Listing Regulations

"Relative" means relative as defined under sub-section (77) of section 2 of the Act read with rules made thereunder and Regulation 2(1)(zd) of Listing Regulations.

"Related Party Transactions" As defined under Regulation 2(1)(zc) of Listing Regulations and/or shall mean all the transactions as specified under Section 188 of the Act and rules prescribed thereunder.

"Ordinary course of business" shall mean and include-

- a. Transactions that are entered in the normal and usual course of business and are identical to the business of the company.
- b. Transactions that are pursuant to or for promoting or in furtherance of the company's business objectives, as per the charter documents of the company.
- c. Transactions that are reasonable in the context of the business of the Company.
- d. Transactions that are part of the standard industry practice.

"Material Modifications" with respect to any approved related party transaction shall mean any change / variation / modification in an existing related party transaction/ contract/ arrangement, the financial effect of which is an increase in the per annum value of the relevant related party transaction/ contract/ arrangement as approved by the audit committee and/or shareholders of the Company, by 20% (twenty percent) or Rs. 50 Crore, whichever is higher.

Provided that if any future modification or alteration is already approved at the time of approving original transaction by Audit Committee and/ or Shareholders, such modification or alteration shall not be treated as material modification.

Provided further that the transaction(s) other than the transaction(s) approved through omnibus approval route shall be subject to material modification under this clause.

All capitalized terms used in the Policy but not defined herein shall have the meaning assigned to such terms in the Act and the Rules thereunder and Listing Regulations or any other applicable law or regulation.

4. Identification of Related Party and Related Party Transaction:

- 4.1 Each Director and Key Managerial Personnel ('KMP') is responsible to identify and determine the related party and related party transactions in terms of the applicable laws.

5. Terms of the Policy

- 5.1 All related party contract/ arrangements shall comply with the provisions of Act as amended from time to time.
- 5.2 All related party contract/arrangements shall also comply with Listing Regulations and applicable Accounting Standards, as amended from time to time.
- 5.3 All international related party contracts/ arrangements shall comply with International Transfer Pricing Requirement under Section 92B of Income Tax Act, 1961 including certification from independent accountants under the Transfer Pricing Regulations.
- 5.4 Without prejudice to the provisions contained in this policy, all related party contract(s)/ arrangement(s)/subsequent material modification(s) shall require prior approval of Audit committee or the Board of Directors or the Shareholders of the Company except the exemption provided under the Listing regulation and/or Companies Act 2013.
- 5.5 All the Related Party Transactions prescribed under Section 188 of the Act and within the threshold limits prescribed under Rule 15 sub rule (3) of Companies (Meetings of Board and its Powers) Rules, 2014 as amended, shall along with the Audit Committee Approval also require approval of the Board of Directors except the transaction(s) which is in ordinary course of business and arm's length basis .

All the Material Related Party Transactions and Related Party Transactions, exceeding the threshold limits prescribed under Rule 15 sub rule (3) of Companies (Meetings of Board and its Powers) Rules, 2014 as amended, read with Regulation 23 of Listing Regulations shall require prior approval of the Audit Committee, Board of Directors and Shareholders through a resolution and no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

Related Party Transactions which are either not at arm's length or not undertaken in the ordinary course of business shall require the prior approval of the Audit Committee, and Board of Directors. However, the approval of the Shareholders shall also be required if the transaction exceed certain thresholds prescribed under the Companies Act, 2013.

- 5.7 Minimum Information to be provided for review of the Audit Committee, Board and Shareholders of the Company for Approval of Related Party Transaction(s) shall be as prescribed by Listing Regulations read with circulars issued from time to time and any other Statutory authorities as applicable and modified and/or amended from time to time.

5.8 The Audit Committee and/or the Board of Directors of the Company may give omnibus approval for the related party contracts/ transactions proposed to be entered into by the Company or its subsidiary. The criteria for making the omnibus approval shall include the following, namely:

- i) Maximum value of transactions with any related party, in aggregate, under the omnibus route in a year should not exceed 10% of the annual consolidated turnover of the Company as per last audited financial statement of the Company;
- ii) Notwithstanding the above i.e. clause (i), maximum value of transactions with any related party with respect to brand usage or royalty, in aggregate, under the omnibus route in a year should not exceed 5% of the annual consolidated turnover of the Company as per last audited financial statement of the Company;
- iii) Maximum value of all the transactions with all the parties shall not exceed 60% of the annual consolidated turnover of the Company as per last audited financial statement of the Company.
- iv) Maximum value per transaction which can be allowed should not exceed 10% of the annual consolidated turnover of the Company as per last audited financial statement of the Company;
- v) The Audit Committee shall be provided with the following details while seeking omnibus approval:
 - a. the name/s of the related party,
 - b. nature of transaction,
 - c. period of transaction,
 - d. maximum aggregated value of the particular type of transaction that can be entered into,
 - e. basis of arriving at the indicative base price/ current contracted price and the formula for variation in the price if any and
 - f. such other conditions as the Audit Committee may deem fit.
- vi) The Audit Committee shall review the Related Party Transactions entered into by the Company and/or its subsidiary(ies) pursuant to each of the omnibus approval given on quarterly basis;
- vii) Omnibus approval shall not be made for transactions in respect of selling or disposing of the undertaking of the Company.

5.9 Based on the aforementioned criteria, the Audit Committee may, in the interest of the conduct of affairs of the Company, grant omnibus approval for Related Party Transactions that are repetitive in nature.

- 5.10 The Audit Committee may also, in the interest of the conduct of affairs of the Company, grant omnibus approval for transactions with any related party that cannot be foreseen for such transactions subject to their value not exceeding rupees 1 Crore per transaction.
- 5.11 Omnibus approval shall be valid for a period not exceeding one financial year and shall require fresh approval after the expiry of such financial year.
- 5.12 Any Director or Key Managerial Personnel who have a potential interest in any related party transaction are required to abstain from any discussion and voting on such transactions at the meeting of the Board or Audit Committee during discussions on the subject matter of the resolution relating to such transaction.
- 5.13 The following transactions cannot be subject to omnibus approval:
- (i) All material related party transactions as per Regulation 23 of the Listing Regulations, unless the Board determines that such a related party transaction requires shareholders' approval under applicable law
 - (ii) Transactions in respect of selling or disposing of the undertaking of the Company.
- Any other transaction the Audit Committee may deem not fit for omnibus approval.

6. Disclosures:

- 6.1 All Directors/ KMP are required to disclose the parties in which they are interested/deemed to be interested in prescribed form at the time of their appointment, annually and whenever there is any change.
- 6.2 Further, each Director and KMP of the Company shall promptly notify the Board of any material transaction or Relationship that could reasonably be expected to give rise to a conflict of interest.
- 6.3 Adequate disclosures of all related party transactions shall be made to the stock exchanges, published on the Company's website and provided in the Annual Report of the Company, as per the Act and/ or Listing Regulations.
- 6.4 For the purpose of disclosure in AOC-2, the word 'Material' shall mean the transactions specified in clause (a) to (g) of sub-section 1 of Section 188 of the Act, which exceeds the threshold limits mentioned in Section 188(1) of the Act read with the Companies (Meeting of Board and its Powers) Rules, 2014.
- 6.5 The company shall disclose the policy on dealing with Related Party Transactions on its website and a web-link thereto shall be provided in the Annual Report.

- 6.6 The related party transaction shall be implemented as per the approval from the Board of Directors/ Committee/ Shareholders and in case there is any amendment or change in the transaction which require approval then transaction shall be implemented post such approval.

7 Amendment

- 7.1 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 this Policy;
- 7.2 Any subsequent amendment / modification in the Listing Regulations or the Act or any other governing Act/Rules/Regulations or re-enactment, impacting the provisions of this policy, shall automatically apply to this policy and the relevant provision(s) of this policy shall be deemed to be modified and/or amended to that extent, even if not incorporated in this policy;
- 7.3 This policy will be reviewed as and when required but atleast once in three years.

ESCORTS KUBOTA LIMITED

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E-mail: corp.secretarial@escortskubota.com Website: www.escortskubota.com

Corporate Identification Number L74899HR1944PLC039088



Policy for Preservation of Records of Escorts Kubota Limited

INTRODUCTION

The Board of Directors (the “Board”) of Escorts Kubota Limited (the “Company”) has adopted the following Policy for Preservation of Records of the Company (the “Policy”) in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Regulations”). The Board may review and amend this Policy from time to time.

OBJECTIVE

This Policy is intended to provide the systematic review, retention, and destruction of documents received or created in the course of business.

APPLICABILITY

This Policy is applicable to the Company and all corporate/ business operations of the Company.

DEFINITIONS

- a. “**Act**” means the Companies Act, 2013
- b. “**Applicable Law**” means any law, rules, circulars, guidelines or standards binding on the Company, under which the preservation of the Documents has been prescribed.
- c. “**Authorised Person**” means the functional head of the concerned department or any other person duly authorised by the Board or Chairman and Managing Director/Deputy Managing Director or Whole Time Director(s) of the Company.
- d. “**Board**” means the Board of Directors of the Company.
- e. “**Company**” means Escorts Kubota Limited

- f. **“Document(s)”** refers to documents, writings, papers, notes, agreements, deeds, contracts, summons, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record/s maintained by the Company, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper / print form or in Electronic Form and does not include multiple or identical copies.
- g. **“Electronic Record(s)”** means the electronic record as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000 ('IT Act')
- h. **“Electronic Form”** as defined under the IT Act and includes any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.
- i. **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed, other than as permitted by this Policy.

Any Capitalized term used herein but not defined shall have the meaning assigned to such term under the regulations or any other applicable law or regulation.

CLASSIFICATION OF RECORDS

For the purpose of maintenance of records and effective utilization of space, the documents/ records may be preserved in the following manner:

- a) Physical documents be maintained in books and files. However, the physical Documents preserved or maintained, may be converted into electronic mode (scanned/soft copy versions), whenever required.
- b) Digital documents can be maintained in forms such as e-mails, web pages or database records.

All digital and physical records shall be saved/ maintained at the registered office of the Company or such other place.

RETENTION PERIOD

Documents shall be retained in the following manner:

| S. No. | Retention Period | Type of Record of the Company |
|--------|--|---|
| 1 | Documents which are required to be preserved permanently | <ol style="list-style-type: none"> 1. Registration/ Incorporation Certificates, Licenses and any other statutory approvals 2. Memorandum and Articles of Association 3. Minutes of Board Meetings, Committee Meetings and General meetings 4. All Statutory Registers which are required to be preserved permanently in compliance with the Act 5. Documents pertaining to real estate, title documents 6. Any other documents as prescribed under the Act, Regulations and other applicable laws |
| 2 | Documents which are required to be preserved for a minimum period of 8 years | <ol style="list-style-type: none"> 1. Books of accounts 2. Income Tax returns and tax records 3. Notices, Agendas and other related papers shared with Board of Directors for Board/ Committee or General meetings as required to be kept as per act, regulations and other applicable laws. 4. All statutory registers other than those specified in Serial No. 1 of the table 5. Attendance Register of Board Meeting and its Committees 6. Disclosure of Interest |

| | | |
|---|--|---|
| | | <p>received from Directors and Senior Management</p> <p>7. Annual Returns</p> <p>8. Any other documents as prescribed under the Act, Regulations and other applicable law.</p> |
| 3 | For a maximum period of 3 years | <p>1. All emails having escorts domain email id i.e. escorts.co.in and escortskubota.com</p> <p>2. Any other documents as prescribed under the applicable law.</p> |
| 4 | Documents which are to be maintained on website of the Company for a minimum period of 5 years | <p>1. Disclosure of all events and information provided to the Stock Exchanges as per the Listing Regulations</p> <p>2. Investor Presentation and audio video recordings/transcripts of investor calls</p> <p>Upon completion of period of 5 years, such disclosures shall be removed from the website of the Company/destroyed at any time in compliance of the procedure prescribed in this Policy.</p> |
| 5 | Any other Documents | As may be decided by the Authorised Person from time to time or as may prescribed under any Applicable Law for the time being in force, whichever is more. |

The Company shall maintain a register of destruction/ disposal of records mentioned above, in the custody of the Compliance Officer of the Company, wherein the brief particulars of the records disposed off shall be entered.

PROCEDURES

1. The respective department shall be responsible for establishing procedures for handling, retrieving and systematic destruction of Documents.
2. The decision to destroy the Documents which have completed their retention period shall be taken by the concerned department head.
3. **Suspension of destruction** – If there is any actual or potential litigation or dispute or order by an administrative or judicial authority, the Documents relating to such litigation, dispute or order (“Suspended Documents”) shall not be destroyed. Such Suspended Documents shall be retained until released by Head of Legal Department.
4. The Company shall maintain a register of documents destroyed as per this policy. The Register of Documents destroyed shall contain brief particulars of the documents destroyed. All entries made therein shall be authenticated by the respective department heads and be informed to the Compliance Officer of the Company (Format of Register enclosed as Annexure-I).

SCOPE AND LIMITATION

In the event of any conflict between the provisions of this Policy and the Regulations or any other statutory enactments, the statutory enactments shall prevail over this Policy.

AMENDMENTS AND UPDATES

The Board shall review periodically this Policy and shall also have the power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy. The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy and further the objective of good corporate governance.

This Policy in whole or in part, shall stand modified/ amended from time to time, without any further act on the part of the Company, as and when there would be any statutory modification(s)/ amendment(s)/ revision(s) to the applicable provisions thereto.

Annexure-I

| Particulars of Document along with provision Of Applicable Law | Reason/Applicable Law for destruction | Date and mode of destruction | Name & Designation of the person responsible for the destruction along with signature | Date of Reporting the destruction to the Compliance Officer |
|---|--|-------------------------------------|--|--|
|---|--|-------------------------------------|--|--|

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