

# Certificate Course on Nuts and Bolts of Related Party Transactions

By Vinod Kothari and Company



Run-time: 12 hours  
Spread over: 5 days



February 23 - February 27, 2026.

4 to 6 pm (from Monday to Thursday)

2 to 6 pm (on Friday)



Virtually over Zoom



For registration, click [here](#)

**INR 20,000** plus GST per participant  
*Early bird offer - INR 15,000 plus GST  
per participant {till January 21 only}*



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## Why this Course?

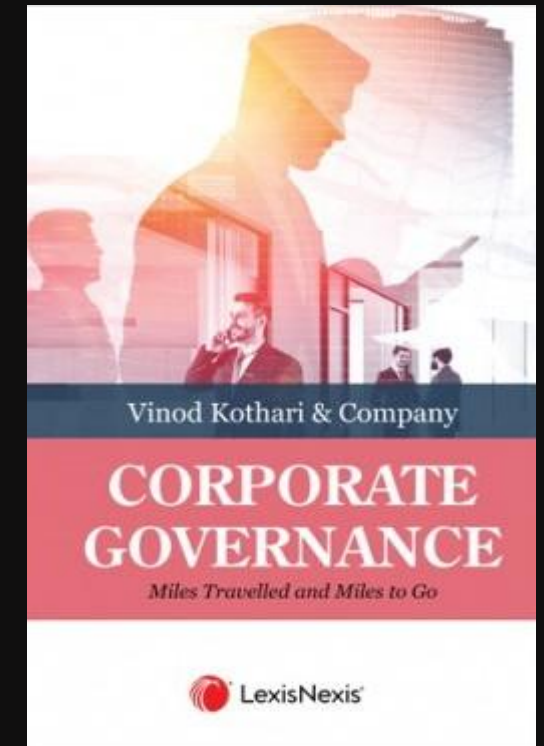
Related Party Transactions continue to remain one of the focal and sensitive areas in corporate governance, and the requirements around RPTs for listed entities have been constantly evolving with the various amendments been brought by SEBI. The framework witnessed a major revamp in 2021, with the extension of RPT framework under the LODR Regulations to the subsidiaries of the listed entities, as also, covering the transactions with third parties having the 'purpose and effect' of benefitting a related party.

In order to complement the approval requirements under LODR Regulations, the Industry Standards Forum, under the aegis of the Stock Exchanges and in consultation with SEBI, has formulated industry standards, prescribing detailed disclosure for RPTs at the time of being placed before the audit committee and shareholders for approval (effective from 1st September, 2025). Various actionables follow.

This workshop, spread over a week, will help the participants to develop a comprehensive knowledge along with practical insights on the framework on Related Party Transactions as applicable to the listed entities and proposed to be listed entities.

### Exclusive Offer!

Early bird registrations can avail [Book on Corporate Governance](#), along with the Course at a combined price of **Rs. 16,850/- only (excl. taxes)**



***Related Party  
Transactions- Resource  
Centre***

Reach us on social media



# Detailed course outline and tentative schedule - Day 1

## 1. Identification of related party

- a. The question of definition – which definition will apply:
  - i. For the company
  - ii. For its subsidiaries – Indian and overseas
- b. The Companies Act definition
- c. Accounting standards:
  - i. AS 18
  - ii. Ind AS 24 – understanding each of the components
- d. Other inclusions as per LODR
- e. Related parties of subsidiaries
- f. How to go about building the list of related parties – who supplies, who maintains and edits, how many times a year?
- g. The related unrelated parties – scanning through those “grey list” entities – close companies, to see if they fall under RP definition
- h. Treatment of wholly-owned subsidiaries
- i. Treatment of trusts/foundations and unincorporated bodies

# Detailed course outline and tentative schedule - Day 2

- 2. Identification of “related party transactions”**
  - a. Meaning of transactions
  - b. Transactions that are not transactions
  - c. Understanding the “purpose and effect” test
- 3. The Statutory Exceptions:**
  - a. Understanding the impact of statutory exceptions
  - b. Are all types of corporate actions and fundraising activities exempt?
  - c. What about retail transactions which are not exempt?
  - d. Exceptions specific to banks/ NBFCs
- 4. Arm’s length (AL) and ordinary course of business (OCB)**
  - a. OCB – what does it mean?
  - b. The AL tests – going beyond pricing
  - c. How do we know it is AL? Who certifies?
- 5. Information systems and controls for RPTs**
  - a. For identification of related parties
  - b. Tracking of related party transactions
  - c. Monitoring of limits and reporting back to Audit Committee

# Detailed course outline and tentative schedule - Day 3

## 6. Audit Committee approval

- a. Omnibus and anonymous approvals
- b. The meaning of the Rs 1 crore limit -practical implications
- c. The underpinning arm's length principle in omnibus approvals
- d. Specific approvals
- e. Periodic review of transactions under omnibus and specific approvals – the control regime – is the audit committee's task limited to simply approving transactions, or does AC act as the lynchpin of the RPT control mechanism?

## 7. Industry Standards Note on RPTs

- a. Applicability
- b. Categorisation of RPTs for disclosure requirements
- c. Management certificate to AC - basis for certification
- d. Guidance on disclosure requirements based on the nature of transactions

# Detailed course outline and tentative schedule - Day 4

## **8. Ratification and modification of transactions**

- a. Meaning of ratification
- b. Conditions for ratification
- c. Consequences of ratification and non-ratification
- d. Modification and material modification
- e. Approvals required

## **9. Board's approval**

- a. Transactions that require board approval
- b. Disclosures before the board for taking approval

## **10. No objection from Debenture Holders**

- a. Additional approvals required for RPTs by debt-listed entities
- b. Manner of obtaining no-objection from debenture holders and debenture trustee
- c. Rules regarding voting by debenture holders
- d. Whether approval of shareholders to be taken prior to or post obtaining DT's NOC?

## Detailed course outline and tentative schedule - Day 5

### 11. Members' approval:

- a. Computation of value for the purpose of shareholders' approval
- b. Contracts and transactions – understanding approval of long-term contracts spanning over more than one financial year
- c. Determination of material RPTs – Companies Act vs LODR
- d. Grounds for objections from proxy advisors

### 12. Half yearly disclosures and disclosures in financial statements

- a. Disclosures before stock exchanges
- b. Frequently asked questions on SE disclosures
- c. Disclosures required in financial statements – whether all RP and RPTs require disclosures?

### 13. Case studies on related party transactions

***Each session will be followed by a daily questionnaire. Every participant who attempts all the questionnaires will receive a certificate of merit while others will receive a certificate of participation.***