

## **POLICY ON MATERIAL SUBSIDIARY**

### **1. INTRODUCTION**

In terms of Regulation 16(1)(c) and Regulation 24 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any re-enactments and modifications thereto, the Company is required to formulate a policy for determining ‘material’ subsidiaries. In compliance with the said requirement, the Board of Directors of Poly Medicure Limited (“the Company”) has adopted the following policy and procedure with regard to determination of and matters relating to Material Subsidiaries as defined below.

### **2. OBJECTIVE**

This policy shall be referred to determine the Material Subsidiaries of the Company and to provide the governance framework for such subsidiaries.

### **3. DEFINITIONS**

“Material Subsidiary” means a subsidiary of the Company as defined in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Regulation 16(1)(c) of Listing Regulations defines a material subsidiary as a subsidiary of the Company, whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the Company and its subsidiaries in the immediately preceding accounting year.

### **4. REGULATORY PROVISIONS ON MATERIAL SUBSIDIARY COMPANIES**

- (a) The Compliances/ provisions in pursuance to this policy shall be regulated in accordance with the Listing Regulations.
- (b) The Audit Committee shall put in place mechanism to implement this policy and is also authorized to delegate any / all of its powers and duties herein to any Director(s) and / or officers of the Company.

### **5. DISCLOSURE**

This Policy shall be displayed on the website of the Company i.e. [www.polymedicure.com](http://www.polymedicure.com) and a web link shall be provided in the Annual Report.

### **6. AMENDMENTS**

This Policy can be changed, modified or abrogated at any time by the Board of Directors of the Company in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any subsequent changes in the provisions of the Act and Listing Regulations or any other regulations which make any of the provisions in the Policy inconsistent with such regulations, then the provisions of such regulations would prevail over the Policy.