

## **AKSH OPTIFIBRE LIMITED**

A-32, 2<sup>nd</sup> Floor,  
Mohan Co-operative Industrial Estate, Mathura  
Road, New Delhi-110044, INDIA  
Tel.: +91-11-49991700, 49991777  
Fax: +91-11-49991800  
Email : aksh@akshoptifibre.com  
Website : www.akshoptifibre.com  
CIN NO.: L24305RJ1986PLC016132

### **POLICY FOR DETERMINING MATERIAL SUBSIDIARIES**

#### **1. INTRODUCTION**

In accordance with the Regulation 16 (1)(c) as amended from time to time of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, with the Stock Exchanges (“Listing Regulations”) where the shares of Aksh Optifibre Limited (“the Company”) are listed, the Company is required to formulate a policy for determining material subsidiaries. Accordingly, the Board of Directors of the Company approved and adopted the “Policy for Determining Material Subsidiaries” with retrospective effect from December 01, 2015 and thereafter amended w.e.f April 1, 2019. The Policy shall be further amended w.e.f. June 11, 2021.

#### **2. OBJECTIVE**

This Policy aims to provide a framework for determining material subsidiaries of the Company and other related matters.

#### **3. DEFINITIONS**

The capitalised terms used but not defined herein shall have the meaning ascribed to such terms in the Companies Act, 2013, Rules framed thereunder and the Listing Regulations (“Statutory Provisions”), as the case may be. In case any provisions of this Policy are contrary to or inconsistent with the Statutory Provisions, the Statutory Provisions shall prevail.

#### **4. DETERMINATION OF MATERIAL SUBSIDIARY**

- i. A Subsidiary of the Company shall be considered as material (“Material Subsidiary”) if the Income or net worth of Subsidiary exceeds 10% of the consolidated income or net worth respectively, of the Company and its Subsidiaries in the immediately preceding financial year.
- ii. Based on the latest Financial Statements (including consolidated Financial Statements) of the Company, the Authorised Officer of the Company (i.e. Company Secretary or Chief Financial Officer) shall identify, on annual basis, whether any of the Subsidiaries of the Company will be considered as Material Subsidiary as per the criteria given in this Clause 4(i).

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The Company shall comply with the requirements of Listing Regulations in respect of each of its Material Subsidiary, if any, identified in the manner mentioned above.

## **5. COMPLIANCES**

In pursuance of Regulation 24 of Listing Regulations, at least one independent director on the Board of Directors of the Company shall be a director on the board of directors of an unlisted material subsidiary of the Company, whether incorporated in India or not, if any. For this purpose, notwithstanding anything to the contrary contained in Clause 4 above, “unlisted material subsidiary” shall mean an unlisted subsidiary of the Company, whose income or net worth exceeds twenty percent of the consolidated income or net worth respectively, of the Company and its subsidiaries in the immediately preceding accounting year.

## **6. DISCLOSURE**

This Policy shall be disclosed on the Company’s website [www.akshoptifibre.com](http://www.akshoptifibre.com) and a web link thereto will also be provided in the forthcoming Annual report of the Company.

## **7. AMENDMENT**

This Policy can be amended, modified, revised or abrogated by the Board of Directors of the Company from time to time.



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