

POLICY FOR DETERMINING MATERIAL SUBSIDIARIES

1. Policy Objective

This Policy was originally framed and approved by the Board of Directors of the Company at its meeting held on February 5, 2015 in accordance with the erstwhile clause 49 of the Listing Agreement with the stock exchanges. Subsequent to the introduction of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), which replaced the Listing Agreement, the Board of Directors of the Company at its meeting held on January 27, 2016 modified this policy to bring it in line with Regulation 16 of the Listing Regulations.

2. Policy

*A subsidiary shall be a **Material Subsidiary**, if any of the following conditions are satisfied:*

- a. the income of the subsidiary, exceeds 20% of the consolidated income of the Company as per the audited balance sheet of the previous financial year; or*
- b. the net worth of the subsidiary exceeds 20% of the consolidated net worth of the Company as per the audited balance sheet of the previous financial year.*