



INDIAN RENEWABLE ENERGY DEVELOPMENT AGENCY LIMITED

POLICY FOR DETERMINING MATERIAL SUBSIDIARIES OF IREDA LIMITED

**[Pursuant to SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015]**

Effective from 20.02.2025

POLICY FOR DETERMINING MATERIAL SUBSIDIARIES

I. INTRODUCTION

This Policy shall be called 'Policy for Determining Material Subsidiaries' of IREDA Limited. This Policy has been framed as per requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”). The objective of this policy is to provide the criteria for determining the Materiality of Subsidiary companies of IREDA Limited and ensure necessary compliances as per the SEBI Listing Regulations. This Policy shall be effective from the date of approval of the Board of Directors.

II. DEFINITION OF SUBSIDIARY COMPANY:

As per Section 2(87) of the Companies Act, 2013, a 'subsidiary company' or 'subsidiary', in relation to any other company (that is to say the holding company), means a company in which the holding company—

- (i) controls the composition of the Board of Directors; or
- (ii) exercises or controls more than one-half of the total voting power either at its own or together with one or more of its subsidiary companies:

Provided that such class or classes of holding companies as may be prescribed shall not have layers of subsidiaries beyond such numbers as may be prescribed.

Explanation — For the purposes of this clause—

- (a) A company shall be deemed to be a subsidiary company of the holding company even if the control referred to in sub-clause (i) or sub-clause (ii) is of another subsidiary company of the holding company.
- (b) The Composition of a company's Board of Directors shall be deemed to be controlled by another company if that other company by exercise of some power exercisable by it at its discretion can appoint or remove all or a majority of the directors.
- (c) “Company” includes anybody corporate.
- (d) “Layer” in relation to a holding company means its subsidiary or subsidiaries.

III. CRITERIA FOR DETERMINING MATERIALITY OF SUBSIDIARIES

A subsidiary of IREDA Limited shall be considered 'material' if the turnover or net worth of the concerned subsidiary exceeds ten percent of the consolidated turnover or net worth respectively, of IREDA and its subsidiaries, in the immediately preceding accounting year.

IV. REPORTING AND DISCLOSURE

The Company shall follow such other reporting and disclosure requirements as may be specified in terms of the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, from time to time.

V. POWER TO AMEND

The Policy shall be subject to review/ changes as may be deemed necessary and in accordance with regulatory amendments from time to time. The Chairman and Managing Director of the Company shall have the power to amend any of the provisions of the Policy, substitute any of the provisions with a new provision or replace the Policy in its entirety with a new policy, in accordance with regulatory amendments from time to time and the same shall be placed before the Board for their information.

VI. WEBSITE

As per prescribed provisions of Clause 62(1A)(h) and other applicable provisions, if any, of the SEBI Listing Regulations, this Policy shall be disclosed on the website of the Company.
