DCM SHRIRAM INTERNATIONAL FINE CHEMICALS

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POLICY ON MATERIAL SUBSIDIARY

(Pursuant to Regulation 16(1)(c) read with Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015)

(Approved by the Board of Directors on 24.12.2025)

1. PREAMBLE

Regulation 16(1)(c) read with Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("LODR Regulations") requires the Board of Directors to frame a policy on determination of its 'material' subsidiary and its corporate governance guidelines thereof.

2. SCOPE/ POLICY

Considering the above requirement, the Board in its meeting held on 24.12.2025 has laid down the following Policy on Material Subsidiary.

This Policy sets out the criteria for determining material subsidiaries, if and when required.

3. DETERMINATION OF MATERIAL SUBSIDIARY

A subsidiary shall be considered as a "Material Subsidiary" if its income or net worth exceeds 10% of the consolidated income or net worth respectively of DCM Shriram Fine Chemicals Limited (the 'Company'/'holding company') and its subsidiaries in the immediately preceding year.)

The Company presently does not have a material subsidiary.

4. GOVERNANCE

I. The Company shall follow the below practices in respect of all its Material Subsidiaries:

a) The Company shall not dispose of shares in its Material Subsidiary which results in reduction in its shareholding (either on its own or together with other subsidiaries) to less than or equal to 50% or cease the exercise of control over the subsidiary without passing a special resolution in its General Meeting except in cases where such divestment is made under a scheme of arrangement duly approved by a Court/ Tribunal, or under a resolution plan duly approved under section 31 of the Insolvency Code and such an event is disclosed to the recognized stock exchanges within one day of the resolution plan being approved;

b) Selling, disposing of and leasing of assets amounting to more than 20% of the assets of the Material Subsidiary on an aggregate basis during a financial year shall be done with prior approval of shareholders of the Company by way of special resolution, except in cases where such sale/ disposal/ lease is made under a scheme of arrangement duly approved by a Court/ Tribunal, or under a resolution plan duly approved under section 31 of the Insolvency Code and such an event is disclosed to the recognized stock exchanges within one day of the resolution plan being approved.

II. The Company shall follow the below practices in respect of all its Material Unlisted Subsidiaries:

a) At least one Independent Director of the Company shall be a Director on the Board of Directors of Material unlisted subsidiary company, whether incorporated in India or not. (For this purpose, the limit of 10% is to be read as 20% for determination of 'Material' Subsidiary as defined in clause 3 of this policy).

b) The Audit Committee of the Company shall annually review the financial statements; in particular the investments made by all the Material unlisted subsidiary.

c) The Minutes of the Board Meetings of Material unlisted subsidiary company shall be placed at the Board meeting of the holding company.

d) The management of the unlisted subsidiary shall periodically bring to the attention of the Board of Directors of the Company, a statement of all significant transactions or arrangements entered into by the Material unlisted subsidiary.

5. DISCLOSURE

The policy shall be disclosed on the Company's Website and in the Annual Report of the Company.

6. REVIEW

This Policy shall be reviewed by the Board based on the needs of the organization and any legislative requirement/s.

Sd/-
(Urvashi Tilakdhar)
Senior Managing Director

Dated: 24.12.2025