



Policy for Determination of Material Subsidiaries

Background

In accordance with the Regulation 16(1)(c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), (the "Listing Regulation") Ravita Engineering Services Limited. (formerly known as "Powermech Services Private Limited" and "Ravita Engineering Services Private Limited") ("**The Company**") is required to frame a policy for determining material subsidiary of the Company.

The Policy will be used to determine the Material Subsidiaries of the Company and to provide the governance framework for such subsidiaries. All the words and expressions used in this Policy, unless defined hereafter, shall have meaning respectively assigned to them under the Listing Regulations and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued thereunder, as amended, from time to time.

Scope And Exclusion

This Policy sets out the criteria for determining material subsidiary/subsidiaries of the Company.

A subsidiary shall be considered as "material subsidiary" if its turnover or net-worth exceeds ten percent of the consolidated turnover or net-worth respectively, of the Company and its subsidiaries in the immediately preceding accounting year.

Definitions

The terms and expressions not defined hereunder shall have the same meaning as defined under the Companies Act, 2013, SEBI Act, 1992 and the Listing Regulations.

"Act"	shall mean the Companies Act, 2013 and rules framed thereunder, notified by the Ministry of Corporate Affairs, Government of India, as amended from time to time;
"Audit Committee"	shall mean the Audit Committee of the Company constituted by the Board
"Board"	shall mean the Board of Directors of the Company;
"Company"	shall mean Ravita Engineering Services Limited (formerly known as "Powermech Services Private Limited" and "Ravita Engineering



Services Private Limited");

"Directors" shall mean all the members of the Board of Directors of the Company, including the Independent Directors;

"SEBI Listing Regulation" shall mean The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Procedure & Policy

- a. The Audit Committee of the Company shall review the financial statements, in particular, the investments made by the unlisted subsidiary on an annual basis.
- b. The minutes of the meetings of the board of the unlisted subsidiary shall be placed at the meeting of the Board.
- c. The management of the unlisted subsidiary shall quarterly bring to the notice of the Board, a statement of all significant transactions or arrangements entered into by the unlisted subsidiary.
- d. The Management shall periodically bring to the attention of the Board of Directors of the Company, a statement of all Significant Transactions and Arrangements entered into by the unlisted subsidiary company
- e. The management shall present to the Audit Committee quarterly, the list of subsidiaries together with the details of the materiality defined herein. The Audit Committee shall review the same and make suitable recommendations to the Board.
- f. At least one independent director on the Board shall be a director on the board of directors of an unlisted material subsidiary whose income or net worth exceeds 20% of the consolidated income or net worth respectively, of the Company and its subsidiaries in the immediately preceding accounting year.
- g. The Company shall not dispose of the shares in Material Subsidiary resulting in reduction of 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 disinvestment 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.
- h. selling, disposing and leasing of assets amounting to more than 20% of the assets of the material subsidiary unless the sale/disposal/lease is 'made under a scheme of arrangement duly approved by a Court /Tribunal/Company Law Board or under a resolution plan duly approved under section 31 of the Insolvency and Bankruptcy Code, 2016 and such an event is disclosed to the recognized stock exchanges within one day of the resolution plan being approved.



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Amendments

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace this Policy entirely with a new policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

General

A copy of this Policy shall be posted on the website of the Company.

Where the terms of this Policy differ from any existing or newly enacted law, rule, or regulation, the law, rule or regulation will take precedence over this Policy from the effective date of such law, rule or regulation.

Accordingly, the Board of Directors of the Company on February 2, 2026, has adopted the Policy for Determining Material Subsidiaries ("Policy").