POOJAA PRECISION ENGG. LIMITED
(Formerly known as Pooja Castings Pvt. Ltd.)
CIN: U27310MH1992PLC068151

POLICY ON IDENTIFICATION OF GROUP COMPANIES,

IDENTIFICATION OF MATERIAL OUTSTANDING CREDITORS AND

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INTRODUCTION

This materiality policy (the "**Policy**") has been formulated to define the respective materiality policies in respect of **POOJAA PRECISION ENGG. LIMITED (Formerly known as Pooja Castings Pvt. Ltd.)** (the "**Company**"), pursuant to the disclosure requirements under Schedule VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**"), in respect of the following:

A. Identification of material companies to be disclosed as Group Companies in the Offer Documents (as defined hereinafter);
B. (i) Identification of the 'material' outstanding litigation (in addition to all criminal proceedings, tax proceedings and actions by statutory/ regulatory authorities) involving the Company, its Promoters, its Directors (collectively, the "**Relevant Parties**"); (ii) Identification of all outstanding criminal proceedings against Key Managerial Personnel and Senior Management of the Company and all actions taken by regulatory authorities and statutory authorities against such Key Managerial Personnel and Senior Management; and (iii) identification of outstanding litigation involving the Group Companies which may have a material impact on the Company; and
C. Identification of 'material' creditors and outstanding dues therein.

APPLICABILITY

The board of directors of the Company (the "**Board**") at their meeting held on December 17, 2025 discussed and approved this Policy. This Policy shall be effective from the date of its approval by the Board.

In this Policy, the term "**Offer Documents**" shall mean the draft red herring prospectus, the red herring prospectus and the prospectus and any addendum or corrigendum thereto, to be filed by the Company in connection with the proposed initial public offering of its equity shares with (i) the Securities and Exchange Board of India ("**SEBI**"), (ii) Registrar of Companies, Pune, Maharashtra and (iii) stock exchange where the equity shares of the Company are proposed to be listed, as applicable.

All other capitalised terms not specifically defined in this Policy shall have the meanings ascribed to such terms in the Offer Documents.

A. Identification of material companies to be disclosed as Group Companies

Requirement:

The SEBI ICDR Regulations define "group companies" as *"*such companies (other than promoter(s)) with which there were related party transactions, during the period for which financial information is disclosed in the Offer Documents, as covered under the applicable accounting standards, and also other companies as considered material by the board of the issuer*"*.

Therefore, as per the requirements of the SEBI ICDR Regulations, Group Companies shall include:

(i) companies (other than the promoter(s)) with which there were related party transactions, during the period for which financial information will be disclosed in the Offer Documents, as covered under the Indian Accounting Standard (Ind AS) 24; and

(ii) companies as considered material by the Board.

Policy on Materiality:

With respect to point (ii) above, such companies which are members of the promoter group and with which the Company has entered into transactions during the most recent completed financial year/and the relevant stub period (as applicable) for which financial information is included in the Offer Documents, and which individually or in the aggregate, in value, exceeds 10 % of the restated revenue from operations of the Company of the most recent completed financial year for which financial information is disclosed in the Offer Documents, will be considered material and disclosed as a "group company" in the Offer Documents.

B. Identification of material litigation

Requirement:

As per the requirements of the SEBI ICDR Regulations, the Company shall disclose the following outstanding litigations involving the Relevant Parties:

(i) all outstanding criminal proceedings (including matters which are at FIR stage even if no cognizance has been taken by any court);

(ii) all outstanding actions (including all penalties and show cause notices) by regulatory and statutory authorities;

(iii) disciplinary action including penalty imposed by SEBI or stock exchanges against the Promoters in the last five financial years preceding the relevant Offer Documents including any outstanding action;

(iv) claims related to direct and indirect taxes, in a consolidated manner, giving the number of cases and total amount; and

(v) other pending litigations based on lower of threshold criteria mentioned below:-

  (A) as per policy of materiality defined by the board of directors of the Company and disclosed in the Offer Documents; or -

  (B) litigation where the value or expected impact in terms of value, exceeds the lower of the following:

    (a) two percent of turnover, as per the latest annual restated financial statements of the Company; or

    (b) two percent of net worth, as per the latest annual restated financial statements of the Company, except in case the arithmetic value of the net worth is negative; or

    (c) five percent of the average of absolute value of profit or loss after tax, as per the last three annual restated financial statements of the Company.

As per the requirements of SEBI ICDR Regulations, the Company shall also disclose (a) all outstanding criminal proceedings involving Key Managerial Personnel and Senior Management of the Company; and (b) the actions taken by regulatory authorities and statutory authorities against such Key Managerial Personnel and Senior Management of the Company.

Further, as per the requirements of SEBI ICDR Regulations, the Company shall also disclose such outstanding litigation involving the group companies which has a material impact (as may be determined by the Board from time to time) on the Company.

Policy on materiality:

Other than the litigation mentioned in points (i), (ii), (iii) and (iv) above, for the purposes of point (v) above, any other outstanding litigation involving the Relevant Parties would be considered 'material' for the purpose of disclosure in the Offer Documents, if:

a) the aggregate monetary claim made by or against the Relevant Parties in any such pending proceeding is equal to or in excess of (i) 2% of turnover, as per the latest annual restated financial statements of the Company; or (ii) 2% of net worth, as per the latest annual restated financial statements of the Company, except in case the arithmetic value of net worth is negative; or (iii) 5% of the average of absolute value of profit or loss after tax, as per the last three annual restated financial statements of the Company, whichever is lower; or

b) where monetary liability is not quantifiable or does not exceed the threshold mentioned in point (a) above, the outcome of any such pending proceedings may have a material bearing on the business, operations, performance, prospects, financial position or reputation of the Company; or

c) any claim/dispute involving the Relevant Parties where the decision in one litigation is likely to affect the decision in similar litigations, even though the amount involved in an individual litigation may not exceed the amount equivalent to 5% of the average of absolute value of profit or loss after tax, as per the restated financial statements of the Company for the last three Fiscals.

For the purposes of the above, pre-litigation notices received by any of the Relevant Parties and Group Companies from third parties (excluding such notices issued by any statutory/ regulatory/ governmental/ taxation authorities or notices threatening criminal action to the Relevant Parties) shall, unless otherwise decided by the Board, not be considered as litigation until such time that the Relevant Parties or Group Companies as the case may be, are impleaded as party in litigation proceedings before any judicial/arbitral forum. Additionally, FIRs (whether cognizance has been taken or not) initiated against the Relevant Parties, the Key Managerial Personnel or the Senior Management shall be disclosed in this Draft Red Herring Prospectus.

C. Identification of material creditors and outstanding dues therein

Requirement:

As per the requirements of the SEBI ICDR Regulations, the Company shall make relevant disclosures in the Offer Documents for outstanding dues to creditors as follows:

(i) based on the policy on materiality defined by the Board, details of the creditors which include the consolidated number of creditors and the aggregate amount involved, will be disclosed in the Offer Documents;

(ii) consolidated information on outstanding dues to micro, small and medium enterprises and other creditors, separately giving details of number of cases and amount involved will be disclosed in the Offer Documents. For outstanding dues to micro, small and medium enterprises ("**MSME**") and other creditors, the disclosure will be based on information available with the Company regarding the status of the creditors as MSME as defined under Section 2 of the Micro, Small and Medium Enterprises Development Act, 2006, as amended, as has been relied upon by the statutory auditors in preparing their audit report.; and

(iii) complete details about outstanding dues to material creditors along with the name and amount involved for each such material creditor shall be disclosed on the website of the Company with a web link thereto in the Offer Documents.

Policy on materiality:

For the purpose of identification of material creditors for disclosure in the Offer Documents in terms of point (i) above, a creditor of the Company shall be considered to be material, if the amounts due to such creditor is in excess of 5 % of restated trade payables of the Company as of the end of the most recent financial period covered in the restated financial statements included in the Offer Documents.

GENERAL

It is clarified that the Policy is solely for the purpose of disclosure requirements prescribed under the SEBI ICDR Regulations with respect to the Offer Documents, and should not be applied towards any other purpose, including for disclosure of material information by listed entities pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, post listing of the equity shares of the Company.

The Policy shall be without prejudice to any disclosure requirements, which may be prescribed under the Companies Act, 2013 and the rules thereunder or by SEBI and such other regulatory, judicial, quasi-judicial, governmental, administrative or statutory authority with respect to listed companies or disclosure requirements as may be prescribed by SEBI through its observations on the Offer Documents, or disclosures that may arise from any investor or other complaints.

This Policy shall be subject to review/changes as may be deemed necessary and in accordance with regulatory amendments from time to time.

AMENDMENT

Any change in the Policy shall be approved by the Board of the Company. The Board shall have the right to withdraw and/ or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

In case any provisions of the Policy are contrary to or inconsistent with the provisions of the Companies Act, 2013, rules framed thereunder and Listing Regulations ("Statutory Provisions"), the provisions of Statutory Provisions shall prevail.

DISSEMINATION OF THE POLICY

The policy shall be hosted on the website of the Company i.e. www.poojacastings.in

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Effective Date: 17/12/2025
Date of Approval by Board of Directors: 17/12/2025