

# **Siddhi Cotspin Limited**



**Policy on Identification of Group Companies, Identification of Material Outstanding Creditors and Identification of Material Outstanding Litigations**

**POLICY ON IDENTIFICATION OF GROUP COMPANIES, IDENTIFICATION OF MATERIAL  
OUTSTANDING CREDITORS AND IDENTIFICATION OF MATERIAL OUTSTANDING  
LITIGATIONS**

**Introduction**

This policy (“**Policy**”) has been formulated to define the materiality criteria for identification of material litigation, material group companies and outstanding dues to material creditors in respect of the Issuer for the purposes of relevant disclosures in the Offer Document (DP/DRHP/RHP/ Prospectus) pursuant to the requirements under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time) (“**SEBI ICDR Regulations**”).

**Identification of ‘Material’ Litigation (excluding criminal proceedings, statutory/regulatory actions and taxation matters):**

**Requirement:**

As per the requirements of SEBI ICDR Regulations, the Issuer shall disclose all the litigations involving the Issuer:

- (i) All criminal proceedings;
- (ii) All actions by statutory / regulatory authorities;
- (iii) Disciplinary action including penalty imposed by SEBI or stock exchanges against the promoters during the previous five financial years including outstanding action;
- (iv) Claims related to direct and indirect taxes, in a consolidated manner, giving the number of cases and total amount;
- (v) Other pending litigation - As per the policy of materiality defined by the Board / Issue Committee of the Issuer and disclosed in the DRHP/ RHP.

**Policy on materiality:**

Other than litigations mentioned in points (i) to (iv) above, any other pending litigation involving the Issuer shall be considered “material” for the purpose of disclosure in the Offer Document if:

- (i) The aggregate monetary claim made by or against the Company, its subsidiaries, its promoters and/or its directors, (individually or in the aggregate), in any such pending litigation/arbitration proceeding is equal to or exceeds, an amount which is lesser of:
  - a) two percent of turnover, as per the latest annual restated consolidated financial statements of the issuer; or;
  - b) two percent of net worth, as per the latest annual restated consolidated financial statements of the issuer, 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 consolidated financial statements of the issuer.

(ii) Any such litigation wherein a monetary liability is not quantifiable, or which may not meet the threshold as specified in (i) above, but the outcome of which could, nonetheless, have a material adverse effect on the business, operations, performance, prospects, financial position or reputation of the Company, irrespective of the amount involved in such litigation; or

(iii) Litigation where the decision in one litigation is likely to affect the decision in similar litigation, even though the amount involved in individual litigation may not exceed an amount which is lesser of:

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

b) two percent of net worth, as per the latest annual restated consolidated financial statements of the issuer, 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 consolidated financial statements of the issuer.

#### **Identification of 'Material' Creditors:**

##### **Requirement:**

As per the requirements of SEBI ICDR Regulations, the Issuer shall make relevant disclosures in the Offer Document for outstanding dues to creditors:

- i. Consolidated information on outstanding dues to micro, small and medium enterprises and other creditors, separately giving details of number of cases and amount involved;
- ii. Based on the policy on materiality defined by the board of directors of the issuer, complete details about outstanding overdues to material creditors along with the name and amount involved for each such material creditor. This list shall also be disclosed, on the website of the company with a web link thereto.

##### **Policy on materiality for Creditors:**

For identification of material creditors, such creditors of the Issuer, shall be considered to be material for the purpose of disclosure in the Offer Document and on the website of the Issuer, if amounts exceed 5% of the Company's trade payables for the last audited financial statements.

Further, the details of outstanding dues to micro, small and medium enterprises and other creditors, separately giving details of number of cases and amount involved shall be disclosed in the Offer Documents.

Consolidated information for such identified SSU/MSMEs and creditors shall be provided in the Offer Document in the following manner:

- a. consolidated amounts due to such entities; and
- b. Aggregate number of entities.

**Identification of Material Group Company:**

**Requirement:**

As per the requirements of SEBI ICDR Regulations, the Issuer shall define materiality policy, for identification of “Group Companies” for disclosure of “Group Companies” in its draft prospectus/prospectus.

**Policy on Materiality for Group Company (excluding Subsidiary Company):**

For the identification of materiality for Group Companies, such Group Companies of the Issuer, shall be considered to be material for the purpose of disclosure in the Offer Document, if:

- (i) Companies with which there were related party transactions, during the period for which financial information is disclosed in Draft Offer Documents/ Offer Document, as covered under the applicable accounting standards, and
- (ii) Such company which forms part of the Promoter Group of our Company in terms of Regulation 2(1)(pp) of the SEBI Regulations and Companies which entered into one or more transactions with such company in preceding fiscal or audit period as the case may be exceeding 5% of total revenue of the company.

**General:**

The above policy shall be subject to review/changes by the Issuer as may be deemed necessary and in accordance with regulatory amendments, from time to time and the Issuer shall make relevant disclosures as required by the applicable law from time to time.

**Siddhi Cotspin Limited**

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Effective Date: August 5, 2025

Date of Approval by Board of Directors: August 5, 2025