OASIS SECURITIES LTD.

Regd. Off.: A-112 1st Floor, Lodha Supermus MIDC Andheri East Mumbai -400093 MH
Corporate Office: 2nd Floor, C 373 Behind Amar Jain Hospital, Block C ,Vaishali Nagar, Jaipur-302021 Rajasthan
Contact No. 9257056969 • E-mail: admin@oasiscaps.com
CIN: L51900MH1986PLC041499 • Website: www.oasiscaps.com

POLICY FOR DETERMINING MATERIAL SUBSIDIARIES

1. PREAMBLE

This Policy for Determining Material Subsidiaries ("Policy") has been framed in accordance with:

- The provisions of the Companies Act, 2013;
- Regulation 16(1)(c) and Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations");
- Applicable circulars/guidelines issued by Securities and Exchange Board of India ("SEBI");
- Applicable provisions/guidelines issued by Reserve Bank of India ("RBI") for NBFCs.

This Policy shall be used to determine the material subsidiaries of the Company and to provide the governance framework for such subsidiaries.

2. OBJECTIVE

The objectives of this Policy are:

- To determine the criteria for identifying material subsidiaries;
- To ensure enhanced corporate governance and oversight over material subsidiaries;
- To comply with regulatory requirements under applicable laws;
- To protect the interests of investors and stakeholders.

3. DEFINITIONS

3.1 Subsidiary

"Subsidiary" shall have the meaning assigned under the Companies Act, 2013 and applicable accounting standards.

3.2 Material Subsidiary

A "Material Subsidiary" shall mean a subsidiary whose:

- Income exceeds **10% of the consolidated income** of the Company and its subsidiaries in the immediately preceding accounting year; **or**
- Net worth exceeds **10% of the consolidated net worth** of the Company and its subsidiaries in the immediately preceding accounting year;

or such other threshold as may be prescribed under the LODR Regulations from time to time.

3.3 Independent Director

An Independent Director as defined under the Companies Act, 2013 and LODR Regulations.

4. POLICY STATEMENT

The Company shall determine material subsidiaries based on the criteria specified in this Policy and in compliance with the applicable provisions of law.

5. CURRENT STATUS OF SUBSIDIARIES

As on the date of adoption of this Policy:

The Company does not have any material subsidiary as per the criteria prescribed under the LODR Regulations.

The status shall be reviewed annually or as and when financial statements are finalized.

6. GOVERNANCE FRAMEWORK FOR MATERIAL SUBSIDIARIES

In the event any subsidiary qualifies as a material subsidiary, the Company shall comply with the following:

6.1 Independent Director on Board

At least one Independent Director of the Company shall be a director on the Board of the material unlisted Indian subsidiary.

6.2 Audit Committee Review

The Audit Committee shall:

- Review the financial statements, including investments made by the unlisted subsidiary;
- Periodically review significant transactions and arrangements.

6.3 Board Oversight

The Board shall:

- Review minutes of Board meetings of material subsidiaries;
- Be apprised of significant transactions and arrangements entered into by such subsidiaries.

6.4 Disposal of Shares

The Company shall not:

- Dispose of shares in its material subsidiary resulting in reduction of shareholding below 50%; or
- Cease to exercise control over the subsidiary

without passing a special resolution in a general meeting, except where permitted under law.

6.5 Disposal of Assets

Selling, disposing, or leasing of assets amounting to more than 20% of the assets of the material subsidiary shall require prior approval of shareholders by way of a special resolution, unless such sale/disposal is made under a scheme of arrangement duly approved by a Court/Tribunal.

7. REVIEW OF POLICY

- This Policy shall be reviewed at least once in a year.
- The Board may amend the Policy from time to time in line with regulatory changes.

8. DISCLOSURES

- This Policy shall be disclosed on the Company's website.
- Details of material subsidiaries shall be disclosed as required under the LODR Regulations.

9. AMENDMENTS

Any amendments to this Policy shall be approved by the Board of Directors and shall be in line with applicable laws and regulations.

10. EFFECTIVE DATE

This Policy effective from the date of approval by the Board of Directors i.e. 10/04/2026.

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