



## OREMET ALLOYS AND CASTINGS LIMITED

(Formerly Oremet Alloys And Castings Private Limited)

Regd Office: C/O. Shree Balaji Minerals Near Jamna Marble, Roopangarh, Ajmer - 305801, Rajasthan, India, |  
Corporate Office: 19 Floor Room No 12 Chatterjee International, Park Street Area, Middleton Row, Kolkata - 700071, West Bengal |  
CIN: U74999RJ2020PLC071042 | Email: oremetalloys@gmail.com | Telephone: 033- 45034564/ +91 98318 73748 |  
Website: www.oremetalloys.com

## OREMET ALLOYS AND CASTINGS LIMITED

### MATERIALITY POLICY

#### 1. Introduction

This policy ("Policy") has been formulated to define the respective materiality policies of Oremet Alloys and Castings Limited ("Company"), pursuant to the disclosure 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"), in respect of the following:

- A. Identification of material companies to be disclosed as Group Companies in the Offer Documents (as defined hereinafter);
- B. Identification of 'material' litigation (excluding disciplinary actions against the promoters/directors, criminal proceedings, statutory/regulatory actions and taxation matters) involving the Company, its Promoters, Subsidiaries, Directors (collectively, the "Relevant Parties"); and
- C. Identification of 'material' creditors and outstanding dues therein.

#### Applicability

- 2.1. The Board of Directors of the Company ("Board") has at their meeting held on June 14, 2025, discussed and approved this Policy. This Policy shall be effective from the date of approval of policy by the Board.
- 2.2. In this Policy, the term "Offer Documents" shall mean the Draft Red Herring Prospectus, Prospectus, and Abridged Prospectus. including any amendments, supplements or corrigenda thereto, to be filed by the Company in connection with the proposed Initial Public Offering of its equity shares with the SME segment of Bombay Stock Exchange where the equity shares of the Company are proposed to be listed. All other capitalised terms not specifically defined in this Policy shall have the same meanings ascribed to such terms in the Offer Documents.
- 2.3. The policy on identification of material outstanding litigation shall be without prejudice to any disclosure requirements which may be prescribed under the Companies Act, 2013, as amended, and the rules thereunder with respect to disclosure of litigation, notices, disputes and other proceedings in the Offer Documents or by SEBI and/or such other relevant 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, or any other applicable law. In this regard, it is clarified that the policy on identification of material outstanding litigation is solely adopted from the perspective of disclosure requirements prescribed under the SEBI ICDR Regulations with respect to the Offer Documents and should not be applied towards any other purposes.



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### 3. Identification of 'Material' Group Companies

**3.1. Requirement:** As per the SEBI ICDR Regulations, the term "Group Companies", wherever they occur, shall include such companies (other than promoter(s) and subsidiary/subsidiaries) with which there were related party transactions, during the period for which financial information is disclosed, as covered under the applicable accounting standards, and also other companies as considered material by the board of the issuer.

### 3.2. Policy on materiality:

- For the purpose of disclosure in the Offer Documents, a company shall be considered material and will be disclosed as a "Group Company" in the Offer Documents, if the Company has or had related party transactions, during the period for which financial information is disclosed, as covered under the applicable accounting standards.
- For avoidance of doubt, it is clarified that any companies which, in the Relevant Period or subsequent to the Relevant Period, have ceased to be related parties of the Company in terms of the applicable Accounting Standard have not been considered as 'Group Companies', for the purpose of disclosure in the Offer Documents.

### 4. Identification of 'Material' Litigation (excluding criminal proceedings, statutory/regulatory actions and taxation matters)

**4.1. Requirement:** As per the requirements of SEBI ICDR Regulations, the Company shall disclose the following classes of litigation involving the Company/ Subsidiaries / Directors/ Promoters / Group Companies:

- 4.1.1. All criminal proceedings;
- 4.1.2. All actions by statutory/ regulatory authorities;
- 4.1.3. Taxation proceedings – Separate disclosures regarding claims related to direct and indirect taxes, in a consolidated manner giving details of number of cases and total amount; and
- 4.1.4. Other pending litigation: as per the policy of materiality defined by the Board and disclosed in the Offer Documents.

**4.2. Policy on materiality:** Other than litigations mentioned in paragraphs 4.1.1., 4.1.2. and 4.1.3. above, any other pending litigation involving the Company, its subsidiaries, its promoters and its Directors and Group Companies shall be considered "material" for the purpose of disclosure in the Offer Documents if:

- 4.2.1.(i) the monetary amount of claim by or against the Company, its subsidiaries, its promoters its Directors, Group Companies in any such pending litigation is in excess of two percent of turnover, as per the last audited financial statements of the Company; or (ii) two percent of net worth, except in case of the arithmetic value of the networth is negative; or five percent





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of the average of absolute value of profit or loss after tax as per the last three audited financial statements of the Company; accordingly any transaction exceeding the lower of i, ii or iii stated will be considered for the above purpose such pending litigation is material from the perspective of Company's business, operations, prospects or reputation. It is clarified that apart from as set forth in this paragraph 4, the disclosures on outstanding litigation in the Offer Documents will also include disclosures as specified in the Companies Act, 2013.

4.2.2. where the decision in one case is likely to affect the decision in similar cases, even though the amount involved in individual litigation does not exceed the amount determined as per clause (a) above, and the amount involved in all of such cases taken together exceeds the amount determined as per clause (i) above; and

4.2.3. any such litigation which does not meet the criteria set out in (a) above and an adverse outcome in which would materially and adversely affect the operations or financial position of the Company.

## 2. Identification of 'Material' Outstanding dues to Creditors

5.1. **Requirement:** As per the requirements of SEBI ICDR Regulations, the Company shall make relevant disclosures in the Offer Documents for outstanding dues to creditors: (i) based on the policy on materiality of the Board, and as disclosed in the Offer Document, disclosure for such creditors; (ii) Consolidated information on outstanding dues to small scale undertakings and other creditors, separately giving details of number of cases and amount involved; and (iii) Complete details about outstanding dues to creditors as per (i) and (ii) above shall be disclosed on the webpage of the Company with a web link thereto in the Offer Documents.

5.2. **Policy on materiality:** For identification of material creditors, any creditor of the Company shall be considered to be material for the purpose of disclosure in the Offer Documents, if amount due to any one of them exceeds 10% of the total trade payables as per the last financial statements of the Company for a full financial year included in the Offer Documents.

5.3. **Disclosures in the Offer Documents regarding material creditors, small scale undertakings, micro, small or medium enterprises and other creditors:** (i) For creditors identified as material based on the above-mentioned policy ("Material Creditors"), the total number of Material Creditors and consolidated amounts due to such Material Creditors will be made in the Offer Documents. (ii) For outstanding dues to any party which is a small-scale undertaking ("SSI") or a micro, small or a medium enterprise ("MSME"), the disclosure will be based on information available with the Company regarding status of the creditor as defined under Section 2 of the Industries (Development and Regulation) Act, 1951 and Section 2 of the Micro, Small and Medium Enterprises Development Act, 2006, respectively, each as amended, as has been relied upon by Company's statutory auditors. Consolidated information for such identified SSIs, MSMEs and other creditors (excluding Material



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Creditors) shall be provided in the Offer Documents in the following manner: a. consolidated amounts due to such entities and b. aggregate number of entities.

### 3. General

It is clarified that this Policy is solely from the perspective of disclosure requirements prescribed under the SEBI ICDR Regulations with respect to the Offer Documents and is not meant to be applied for any other purpose.

This Policy shall be without prejudice to any disclosure requirements, which may be prescribed by SEBI and/ or such other regulatory or statutory authority with respect to listed companies or disclosure requirements as may be prescribed by SEBI including 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.

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

**Effective Date:** June 14, 2025

For Oremet Alloys and Castings Limited

*Yash Vardhan Birla*

**Yash Vardhan Birla**

Managing Director

DIN: 06667574

