

RAJNANDINI FASHION INDIA LIMITED

**(Formerly known as Jainam Overseas Private Limited and
Rajnandini Fashion India Private Limited)**

Policy On Identification Of Material

Outstanding Litigations

Policy On Identification Of Material Outstanding Litigations

INTRODUCTION

Securities Exchange Board of India, *vide* its notification dated August 14, 2015, notified the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations (Fourth Amendment) Regulations, 2015 (“4 Amendment Regulations”) whereby SEBI

- i. modified the disclosure requirements pertaining to litigation involving the issuer company, its directors, its subsidiaries (if any), its promoters and its group companies;

Accordingly, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“*Regulation*”) stands amended to this extent.

OBJECTIVE

In view of the 4 Amendment Regulations, the Board of Directors (“*Board*”) of **RAJNANDINI FASHION INDIA LIMITED (Formerly known as Rajnandini Fashion India Private Limited and Jainam Overseas Private Limited)** (“*Company*”) has adopted this policy and procedures for determination of:

- i. Material Outstanding Litigations.

This policy shall be called the ‘Policy on Identification of Outstanding Material Litigations’ (“*Policy*”).

INTERPRETATION

In this Policy, unless the context otherwise requires:

- a. Words denoting the singular shall include the plural and vice versa.
- b. References to the words “include” or “including” shall be construed without limitation.

IDENTIFICATION OF MATERIAL OUTSTANDING LITIGATION

As per Schedule VI of Securities and Exchange of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), for the purpose of disclosure in the Draft Prospectus, the Prospectus or any other offer documents related to the proposed Initial Public Offering (“Offer Documents”), consent of the Board of Directors of the company be and is hereby accorded to approve the constitution of materiality policies as required for identification of material outstanding litigations.

In view of the nature and extent of operations of the Company, its directors, its promoters and its subsidiaries, the outstanding litigations involving the Company, its directors, its promoters and Subsidiaries shall be considered material if the aggregate amount involved in such individual litigation exceeds 1% of profit after tax of the Company, as per the last restated financial statements of the Company or such litigations outcome could have a material impact on the business, operations, prospects or reputation of the Company. Further, as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2025, other pending litigations shall also be classified as material based on the lower of the threshold criteria mentioned below –

- (i) As per the policy of materiality defined by the board of directors of the issuer and disclosed in the offer document; or
- (ii) 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 issuer; or
 - b. two percent of net worth, as per the latest annual restated 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.”

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. <https://rfil.in>

Effective Date: August 06, 2025

Date of Approval by Board of Directors: August 06, 2025