



POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURE OF INFORMATION

Pursuant to Regulation 30 of the SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, (the Regulations), the Company is required to make disclosure of various events and information to the Stock Exchanges as enshrined in Schedule III to the Regulations. The events/information have been classified into two categories viz.,

- (i) information/ events to be disclosed irrespective of materiality (specified in Para A of Part A of Schedule III) and
- (ii) information/ events to be disclosed based on the application of guidelines for materiality as per the criteria prescribed therein (as specified in Para B of Part A of Schedule III).

In this regard the Board of Directors of the Company is mandated to approve a policy for determining the materiality and also nominate one or more KMPs to decide on the same and issue the disclosures to the Stock Exchanges.

In addition to the above, the Company is also required to disclose major development that is likely to affect the business, such as emergence of new technologies, expiry of patents, change in accounting policy which may have significant impact on the accounts, etc.

The Policy

The information/events specified in Para B of Part A of Schedule III to the Regulations shall be deemed material if in the opinion of the Designated KMP (as specified below)

- (i) The non-disclosure of the information/event will result in discontinuation or alteration of the information/event already disclosed and/or available in public domain or
- (ii) The non-disclosure of the information/event will have significant impact in the securities market, if and when the same comes to public domain subsequently.
- (iii) Such event is likely to affect the business of the Company significantly and would be essential for the investors dealing in the securities of the Company to be aware of the same.

The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:

- two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
- two percent of net worth, as per the last audited consolidated financial statements of the listed entity, except in case the arithmetic value of the net worth is negative;
- five percent of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the listed entity.

The above policy on materiality shall also be applicable in relation to the disclosure of major developments specified under Para C of Part A of Schedule III to the Regulations.



In addition to the above, the stipulations in the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information approved by the Board of Directors of the Company under the SEBI (Prohibition of Insider Trading) Regulations, 2015 shall also be taken into account for disclosure of any event/information.

Time frame for disclosure of material events/information

Pursuant to Regulation 30(6) of the Regulations, all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case not later than the following:

- (i) 30 minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken;
- (ii) 12 hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;
- (iii) 24 hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity

KMP

Pursuant Regulation 30 (5) of the Regulations, the Whole-time Director of the Company is authorized to determine the materiality of the event/information considering the above policy and the Company Secretary to disclose such event/information to the NSE, within the timeline based on the category of information.

Validity and amendment

This Policy shall be valid until otherwise determined by the Board and any amendment/change shall be approved by the Board.

Last reviewed by the Board of Directors at its meeting held on 02nd November 2023
