



## **POLICY ON DETERMINATION OF MATERIALITY OF EVENT(S)/INFORMATION**

### **1. Preface**

Securities and Exchange Board of India (“SEBI”), vide its Notification dated September 2, 2015, has issued SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended (“Listing Regulations”) which is effective from December 1, 2015. In terms of Regulation 30 read with SEBI’s circular bearing No. CIR/CFD/CMD/4/2015 dated September 9, 2015, the Board of Directors of every listed entity shall frame a policy for determination of materiality (“Policy”) based on criteria specified in the Listing Regulations. This Policy will be hosted on the website of the Company.

### **2. Objective**

The objective of this Policy is to determine the event(s) and information(s) which, in the opinion of the Board of Directors of the Company, are considered material and need to be disclosed to the Stock Exchanges within the time limit as prescribed in this Policy, thereby ensuring a timely and balanced disclosure of all material matters concerning the Company.

This Policy provides guidelines to the Board of Directors of the Company and the Key Managerial Personnel as authorized by the Board of Directors to determine, identify and categorize events and information (which may materially affect the performance of the Company and, thereby, the share prices of the Company) as material and make necessary disclosure to the Stock Exchange(s) and on the website of the Company.

In terms of this Policy, the Company endeavors to ensure that it is able to meet its disclosure obligations under Regulation 30 of the Listing Regulations; and establish internal procedures to apprise officers of the Company of their obligations relating to systematic identification, categorization, review and disclosure of events or information which may have a material impact on the performance or operations of the Company and which may materially affect the share prices of the Company.

### **3. Classification of Material Events/Information**

#### **a. Deemed to be Material Information:**

The events/information stated below and also specified in Para A of Part A of Schedule III of the Listing Regulations shall be disclosed to the Stock Exchanges immediately.



These have to be necessarily disclosed without applying any test of materiality.

**b. Events/Information on which shall be disclosed upon application of the guidelines for materiality**

The events/information stated below and also specified in Para B of Part A of Schedule III of the Listing Regulations shall be disclosed upon application of the guidelines for materiality specified in this policy and the regulations.

**4. Criteria for determining 'Materiality'**

- a. For the purpose of determination of materiality of events or information, the Company shall consider the following criteria:
- i. the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
  - ii. the omission of an event or information is likely to result insignificant market reaction if the said omission came to light at a later date;
  - iii. Where the criteria specified in sub-clauses (i) and (ii) are not applicable, an event or information may be treated as being material if in the opinion of the Board of Company, the event or information is considered material.
  - iv. Size, scale of operations and range of activities of the Company.
  - v. User-centric viz. based on the assumed needs of investor and the assumed relevance of information for investors.
- b. Care should be taken whether the information is Proprietary or Confidential. Information will be regarded as proprietary for the purpose of the Company if disclosing it publicly would undermine its competitive position. Information will be regarded as confidential if there are obligations to other counterparty relationships binding the Company to confidentiality.

**5. Authorisation to Disclose**

The Board of the Company has authorized Managing Director & CEO, CFO,



Company Secretary and Compliance Officer for the purpose of determining Materiality of an event or information and for the purpose of making disclosures to the Stock Exchange.

The aforementioned Key Managerial Personnel, authorized for the purpose, will be responsible for administering this Policy, determining the materiality of events or information in relation to the Company and monitoring compliance by the Company with disclosure obligations applicable to it.

## **6. Disclosures**

This Policy shall be disclosed on the website of the Company.

## **7. Amendment**

The Board reserves its right to amend or modify this Policy in whole or in part, at any time, without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Act or Applicable Law.

## **8. Interpretation**

In any circumstance where the terms of this Policy differ from any Applicable Law governing the Company, such Applicable Law will take precedence over this Policy and the procedures there under until such time as this Policy is modified in conformity with the Applicable Law.

*(This Policy was reviewed and modified on April 30, 2022.)*