

POLICY FOR DISCLOSURE OF MATERIAL EVENTS / INFORMATION

1. INTRODUCTION:

During the course of business of the company, it may come across various price sensitive information/events which need to be disclosed to the stock exchanges in order to ensure uniform availability of information across all the shareholders and stake holders.

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) specified class of information/events (Para A of PART A of schedule III) need to be informed to the stock exchanges, irrespective of the materiality, within the timeline specified therein after happening of event.

LODR also provides a list of events or information needs to be informed to the Stock exchanges if they meet the criteria of materiality (Para B of PART A of schedule III) and also authorises the Board of Directors of the Listed entity to frame a “POLICY ON MATERIALITY” to decide the materiality of those events/information, appointment of one or more executives to decide whether an event is material or not, provide information to the stock exchanges, place those information on the website of the Company etc.

In order to comply with the above, this Policy is framed.

2. DEFINITIONS:

All the words and expressions used in this Policy, unless defined hereinafter, shall have meaning respectively assigned to them under the SEBI’s LODR, 2015 and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued thereunder, as amended from time to time.

3. TEST OF MATERIALITY:

The guidelines to be used by the Company to determine whether an event or information fall within the definition of Other material event is as follows:

- (a) the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- (b) the omission of an event or information is likely to result in significant market reaction if the said omission came to light at a later date; or

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

- (1) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
- (2) 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;
- (3) 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;

(d) an event or information may be treated as being material if in the opinion of the board of directors of the listed entity, the event or information is considered material:

4. DECIDING AUTHORITY:

Managing/whole time Director or Chief Financial Officer of the Company will decide whether a particular event or information or occurrence will fall under any of the category of specified material event or Other material event or not and inform to the Company Secretary to send such information to the stock exchanges.

5. MATERIAL EVENTS:

CATEGORY A

Events which are considered as **Specified Material**, if the events specified in Para A of Part A of Schedule III of LODR without applying the test of materiality after meeting the criteria specified therein.

The specified material events need to be disclosed to the stock exchanges, without applying the test of materiality, within the time specified by the Authority after happening of the events or availability of the information or decision of the Board if the decision is taken at the Board Meeting.

NOTE: If the Company is not in a position to inform the stock exchange within the timeline specified by the Authority , then it shall inform the stock exchange as soon as it is possible with an explanation for the delay in disclosing the said information.

CATETORY B

Events which are considered as **Other Material**, if the events specified in Para B of Part A of Schedule III of LODR AND met the test of materiality.

The Other material events need to be disclosed to the stock exchanges within timeline specified by the Authority.

NOTE: If the Company is not in a position to inform the stock exchange within the timeline specified by the Authority, then it shall inform the stock exchange as soon as it is possible with an explanation for the delay in disclosing the said information.

CATEGORY C

Any other information/event viz., major development that is likely to affect business, e.g., emergence of any new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts etc., and brief details thereof and any other information which is exclusively known to the listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.

Such information shall be disclosed to the Stock Exchanges as soon as it is possible when the necessary information is ready to be publicised.

6. PERIODIC UPDATES:

The Company will periodically provide updates that on any of the event falling under (A), (B), (C) or (D) above on a regular basis till such time the event is resolved/closed.

7. WEBSITE UPDATION / UPDATES TO STOCK EXCHANGES:

The Company shall update all disclosures made under the regulations to the stock exchanges in its website and shall be continued to be hosted in the website for a minimum period of **five years** and thereafter archived as per the document retention policy of the Company.

8. DISCLOSURE OF EVENTS / INFORMATION ON SUBSIDIARIES:

As required under the LODR, the deciding authorities shall determine such events / information about its subsidiary which are considered material in nature and whose disclosure is likely to materially affect the share prices of the Company.

9. AMENDMENTS:

This policy shall be subject to review as may be deemed necessary and to comply with any regulatory amendments or statutory modifications and subject to the necessary approvals of the Board of Directors.

10. BOARD'S APPROVAL:

This policy was approved by the Board of Directors at its meeting held on 31st January, 2025.