Policy on Determining Materiality of Events

(Revised and adopted by the Board of Directors in their Meeting held on October 31, 2026)

1. BACKGROUND

This "Material Events Policy" ("Policy") is formulated in accordance with **Regulation 30**

of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations").

The purpose of this Policy is to provide a framework for:

- Identifying and determining events or information which may be considered material;
- Timely and transparent disclosure of such material events or information to the Stock Exchange(s); and
- Ensuring compliance with the relevant provisions of SEBI Listing Regulations and other applicable laws.

In compliance with Regulation 30(5) of SEBI Listing Regulations, the Board of Directors of the Company shall authorize one or more Key Managerial Personnel (KMP) to determine the materiality of events or information and ensure proper disclosures are made.

The names, designations and contact details of such authorised Key Managerial Personnel shall be disclosed to the Stock Exchange(s) and published on the Company's website. Any change in such authorisation or contact details shall be updated accordingly.

This Policy applies to **the Company and its subsidiaries**, if any, and is subject to amendments in applicable regulations or SEBI circulars issued from time to time.

2. OBJECTIVE

This Policy has been framed with the objective of providing adequate and appropriate disclosures that are consistent with the facts of the material events. The current Policy mechanisms provides for:

- The procedure determining the materiality of the events/information,
- The procedure governing the disclosure of the events that are deemed to be material;
- The time frame within which such information is to be disclosed.
- To ensure that the Company complies with the disclosure obligations to which it will be subject to as a publicly-traded company as laid down by the Listing Regulations, various
- Securities Laws and any other legislations (In India or Overseas).
- To ensure that the information disclosed by the Company is timely and transparent.
- To ensure that corporate documents and public statements are accurate and do not contain any misrepresentation.
- To protect the confidentiality of Material / Price sensitive information within the

context of the Company's disclosure obligations.

- To provide a framework that supports and fosters confidence in the quality and integrity of information released by the Company.
- To ensure uniformity in the Company's approach to disclosures, raise awareness and reduce the risk of selective disclosures.
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3.DEFINITIONS

Unless the context otherwise requires, the following terms shall have the meanings assigned below. Other terms not defined herein shall have the meaning as per the Companies Act, 2013 or SEBI Listing Regulations.

1. **"Authorised Key Managerial Personnel**" means the Managing Director, Whole-time Director, Chief Executive Officer, Chief Financial Officer, or Company Secretary of the Company, individually or jointly, authorized by the Board to determine the materiality of an event or information and decide the timing and content of disclosure to the Stock Exchange(s).
2. **"Board of Directors / Board"** means the collective body of Directors of the Company.
3. **"Compliance Officer"** means the Company Secretary of the Company, designated as the Compliance Officer under SEBI Listing Regulations.
4. **"Stock Exchange(s)"** means the recognized stock exchange(s) where the securities of the Company are listed.
5. **"Promoter / Promoter Group"** shall have the meaning assigned under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.
6. **"Subsidiary company"** means the subsidiary company as defined under Section 2(87) of the Companies Act, 2013.
7. **"Mainstream Media"** includes information published in newspapers registered with the Registrar of Newspapers for India, licensed television news channels, and digital publications under the IT Rules, 2021, or any other permitted news source recognized under applicable law.

4.GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS AND/ OR INFORMATION

The company shall consider the following criteria for determination of materiality of events/ information:

i. Regulation 30 of the Regulations mandates disclosure of all deemed material events to the Stock Exchanges. These events have been specified in Para A of Part A of Schedule III of the Regulations shall be disclosed.

ii. For disclosure of certain events as specified in Para B of Part A of Schedule III, the following criteria shall be considered by the Board for determining whether the events are material or not:

(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;

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

(i) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;

(ii) 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;

(iii) 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) In case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, 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

Materiality must be determined on a case to case basis depending on specific facts and circumstances relating to the information/ event.

5.DISCLOSURE OF EVENTS AND/OR INFORMATION

I. Timeline

The Company shall make disclosures of all material events or information to the Stock Exchange(s) in compliance with Regulation 30(6), read with Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, within the applicable prescribed timelines.

Subject to any specific timelines stipulated under Part A of Schedule III, the Company shall disclose such material events or information to the Stock Exchange(s) at the earliest practicable opportunity and, in any event, within the following timelines:

A. Decisions taken at Board Meetings:

Within thirty (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.

Provided that where the Board Meeting concludes after normal trading hours of the Stock Exchange(s) on that day but more than three (3) hours before the commencement of normal trading hours on the next trading day, the disclosure shall be made within three (3) hours from the closure of the Board Meeting.

Provided further that where a Board Meeting is held over more than one day, the financial results shall be disclosed within thirty (30) minutes or three (3) hours, as applicable, from the closure of the Board Meeting for the day on which the financial results have been considered.

B. Events or information emanating from within the Company:

Within twelve (12) hours from the occurrence of such event or information.

C. Events or information not emanating from within the Company:
Within twenty-four (24) hours from the occurrence of such event or information.

Provided that, in respect of claims made against the Company under any litigation or dispute, other than tax litigation or dispute, falling under sub-paragraph 8 of Paragraph B of Part A of Schedule III, where all relevant information relating to such claims is maintained in the Company's Structured Digital Database in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the disclosure shall be made to the Stock Exchange(s) within seventy-two (72) hours of receipt of the notice by the Company.

Specific disclosure timelines

Notwithstanding anything contained in this Policy, where any specific timeline has been prescribed for disclosure of an event or information under Part A of Schedule III of the SEBI Listing Regulations, the Company shall comply with such specific timeline.

Disclosure in case of delay

In the event that any disclosure is made after the applicable timeline prescribed under Regulation 30(6) or Part A of Schedule III of the SEBI Listing Regulations, the Company shall provide an explanation for such delay along with the disclosure to the Stock Exchange(s).

Meaning of Normal Trading Hours

For the purposes of this Policy, the expression "normal trading hours" shall mean the time period during which the recognised Stock Exchange(s) are open for trading for all investors.

II. The Company shall continue to provide timely updates on significant developments related to any disclosed event, until the matter is fully concluded or resolved, along with appropriate justifications or explanations.

III. The Company shall disclose all events or information with respect to its subsidiaries, if any, which are material to the Company, in accordance with Regulation 30(9) of the SEBI Listing Regulations.

IV. The Company may, on its own initiative, confirm or deny any reported event or information to the Stock Exchange(s).

Further, where applicable, the Company shall confirm, deny or clarify, upon material price movement as specified by the Stock Exchange(s), any reported event or information appearing in mainstream media which is not general in nature and indicates rumours of an impending specific event or information, in accordance with Regulation 30(11) of the SEBI Listing Regulations.

Such confirmation, denial or clarification shall be made as soon as reasonably possible and, in any case, within twenty-four (24) hours from the trigger of material price movement. Where the reported event or information is confirmed, the Company shall also disclose its current stage.

V. If any unlisted or unforeseen event occurs or if the Company becomes aware of information that is not specifically covered under Para A or B of Part A of Schedule III of SEBI (LODR), but is likely to have a significant impact on the Company's operations, performance, or stock price, such events or information will be disclosed in a fair and transparent manner.

VI. The Company shall disclose certain types of agreements binding the Company as per Regulation 30(A) of Listing Regulations.

VII. All disclosures made by the Company under Regulation 30 of the SEBI Listing Regulations shall be hosted on the Company's website for a minimum period of five (5) years and thereafter shall be archived in accordance with the Company's archival policy, as disclosed on its website, subject to applicable statutory and regulatory requirements.

6.POLICY REVIEW

This Policy shall be periodically reviewed to ensure it continues to align with all applicable legal and regulatory requirements. Any changes or updates to the SEBI Listing Regulations, the Companies Act, or any other relevant laws will be deemed to be automatically incorporated into this Policy, even if not explicitly amended.

In the event of any conflict between the provisions of this Policy and the requirements under the SEBI Listing Regulations, Companies Act, or guidance issued under applicable industry standards, the provisions of the regulatory framework shall take precedence.

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