

**POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS AND
INFORMATION FOR DISCLOSURE TO THE STOCKEXCHANGES**

This Policy for determination of materiality of events and information for disclosure to the Stock Exchanges (hereinafter referred to as 'the Disclosure Policy or this / the Policy') is framed in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Regulations 2015').

- A. The following will be disclosed to the Stock Exchanges any time after the decision is taken or approval is granted but no later than 30 minutes of the conclusion of the meeting of the Board of Directors of the Company (hereinafter referred to as the 'Board'):
- (i) Approval of financial results;
 - (ii) Recommendation of dividend to the shareholders or declaration of interim dividend, including the date of payment of dividend recommended / declared;
 - (iii) Decision to recommend / not to recommend dividend;
 - (iv) Approval / recommendation to the shareholders of fund raising proposal through issue of securities or acceptance of deposits from the members / public;
 - (v) Recommendation to the shareholders for issue of bonus shares and related information;
 - (vi) Approval / recommendation to the shareholders for buy back of securities;
 - (vii) Approval of forfeiture of securities, re-issue of forfeited securities or alteration of call(s) on securities;
 - (viii) Recommendation to the shareholders for alteration of share capital;
 - (ix) Approval / recommendation to the shareholders for voluntary delisting of the Company's securities from one or more StockExchange(s).
 - (x) Any other information deemed Material information by the Board based on the recommendation of MD.

- B. The following events / information will be disclosed to the Stock Exchanges as soon as possible but no later than 24 hours of the occurrence of the event / information:
- (i) Approval of the Board for acquisition, directly or indirectly, of control of a company, or entering into agreement for this purpose.
 - (ii) Acquiring or agreeing to acquire, directly or indirectly, shares / voting rights of a company, such that the shareholding / voting rights aggregate 5%* or more of that company's total shareholding / voting rights.
 - (iii) Changes in shareholding in a company from the last disclosure made to the Stock Exchanges under Clause (ii) above, when such change exceeds 2%* of that company's total shareholding / voting rights.
 - (iv) Recommendation by the Board to the shareholders of a Scheme of Arrangement for amalgamation, merger, demerger or other such restructuring;
 - (v) Approval of the Board / recommendation by the Board to the shareholders for sale or disposal of a Manufacturing Unit / Hotel / Division of the Company or sale or disposal of a Subsidiary of the Company.
 - (vi) Issue of securities by way of rights, bonus shares or in any other manner, alteration of capital and sub-division or consolidation of shares.
 - (vii) Forfeiture of securities, re-issue of forfeited securities or alteration of call(s) on securities.
 - (viii) Redemption of securities of the Company.
 - (ix) Buyback of securities of the Company.
 - (x) Recommendation by the Board to the shareholders for alteration in the terms of securities of the Company.
 - (xi) Imposition of restriction on transferability of securities of the Company by any authority #.

- (xii) Change in Directors, Key Managerial Personnel (KMP), Statutory Auditors and Compliance Officer appointed under the Regulations 2015.
- (xiii) Notices, call letters, resolutions and circulars sent to and advertisements issued for the information of all shareholders / creditors / debenture holders, or any class thereof.
- (xiv) Brief details of General Meeting held.
- (xv) Recommendation by the Board to the shareholders for amendment to Memorandum and Articles of Association of the Company.
- (xvi) Schedule of analysts or institutional investors' meet organised by the Company and presentations on financial results made by the Company to analysts or institutional investors at such meets.
- (xvii) Knowledge of fraud by KMP or by the Company or arrest of KMP #.
- (xviii) Occurrence of default by KMP or the Company (and not merely procedural default) #.
- (xix) Entering into shareholder agreement or joint venture agreement, to the extent that it impacts management and control of the Company, or entering into agreement with media companies which is binding and not in the normal course of business, including amendment thereto or termination thereof.
- (xx) Corporate debt restructuring and one time settlement with banks.
- (xxi) Reference to BIFR and winding-up petition filed by any party / creditors #.
- (xxii) Rating of securities of the Company by a credit rating agency, including revision, if any.
- (xxiii) Approval of the Board for appointment or discontinuation of Share Transfer Agents.