

# **PURSHOTTAM INVESTOFIN LIMITED**

## **POLICY ON CRITERIA FOR DETERMINING MATERIALITY OF EVENTS**

**[Pursuant to Regulation 30 of Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

### **PURPOSE OF POLICY**

In an endeavor to promote transparent and close communication with the shareholders, the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires every listed company to have a policy on determination of material events and disclosures thereof.

The Policy outlines the guidelines to be followed by the listed company for the consistent, transparent, regular and timely public disclosure and dissemination of material events/information. The Company is committed to factual, timely and accurate disclosure based on applicable legal and regulatory requirements.

### **OBJECTIVE OF POLICY**

The objectives of this Policy are as follows:

- To ensure that the Company complies with the disclosure obligations to which it is subject as a listed company as laid down by the Listing Regulations.
- 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.

## **DEFINITION**

“**Act**” shall mean the Companies Act, 2013 and the rules framed thereunder, including any modifications, clarifications, circulars or re-enactment thereof.

“**Board of Directors**” or “**Board**” means the Board of Directors of Purshottam Investofin Limited, as constituted from time to time.

“**Key Managerial Personnel**” means key managerial personnel as defined Section 2(51) of the Act;

“**Listing Regulations**” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued thereunder, including any modifications, clarifications, circulars or re-enactment thereof;

“**Net Worth**” shall have the meaning assigned to it in Section 2(57) of the Act;

“**Policy**” means this Policy on criteria for determining Materiality of events or information and as may be amended from time to time;

“**Schedule**” means Schedule III of the Listing Regulations;

“**Turnover**” shall have the meaning assigned to it in Section 2(91) of the Act;

Any other term not defined herein shall have the same meaning as defined in the Act, the Listing Regulations, or any other applicable law or regulation to the extent applicable to the Company.

## **GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION**

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

- a. Regulation 30 of the Listing 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 Listing Regulations and shall be disclosed as applicable from time-to- time. These events will be disclosed as soon as reasonably possible and not later than the time specified under the listing regulations from the occurrence of event or information. In case the disclosure is made after specified time from occurrence of the event or information, the rationale for the delay will be provided along with such disclosures.
- b. Events/ information specified under Regulation 30 read with Para B of Part A of Schedule III of the Listing Regulations (as applicable to the Company from time to time), shall be disclosed to the stock exchange(s) upon application of the guidelines for materiality within the timelines as prescribed under the Listing Regulations.

Materiality and occurrence of the event or information must be determined on a case-to-case basis depending on specific facts and circumstances relating to the events/ information and the Company shall take guidance from the provisions of Listing Regulations (including any subsequent amendments thereto) and circular(s) issued by the SEBI/ stock exchange(s), from time to time. The Company shall consider the following criteria for determination of materiality of an event/ information:

- i. the omission of an event or information, which is likely to result in discontinuity or alteration of an event or information already available publicly; or
  - ii. 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;
  - iii. the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
    - a) Two percent of turnover, as per the last audited consolidated financial statements of the Company;
    - b) Two percent of net worth, as per the last audited consolidated financial statements of the Company, except in case the arithmetic value of the net worth is negative;
    - c) 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 Company.
  - iv. In case where the criteria specified in above clauses (i) to (iii) above are not applicable, an event or information may be treated as being material if in the opinion of the Board of Directors of the Company, the event /information is considered material
- c. Any other information/ event viz. major development that is likely to affect business, e.g. emergence of new technologies, 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 Company which may be necessary to enable the holders of securities of the Company to appraise their position and to avoid the establishment of a false market in such securities.
- d. Without prejudice to the generality of the above, the Company may make disclosures of event/ information as specified by the Board of Directors of the Company, from time to time.
- e. The Policy shall be read together with Purshottam Investofin Limited Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information formulated under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

### **DISCLOSURE PROCESS**

1. Any event purported to be reportable under Regulation 30 of the Listing Regulations shall be informed to the Managing Director / Chief Financial Officer / Company Secretary & Compliance officer of the Company on an immediate basis with adequate supporting data/information to facilitate a prompt and appropriate disclosure. Any other event, even if not covered under the Listing Regulations but is potentially of price sensitive nature, must also be informed, for further evaluation to the Managing Director / Chief Financial Officer / Company Secretary & Compliance Officer.
2. The Managing Director/ Chief Financial Officer / Company Secretary & Compliance Officer of the Company shall severally be responsible and authorised for ascertaining the materiality of events considering its nature and its disclosure after taking into consideration the various provisions of the Listing Regulations and this Policy.
3. After evaluation, any one of the above-mentioned persons shall submit disclosure to the stock exchanges.

4. The Company shall use the electronic facilities provided by the Stock Exchange for dissemination of the information and may subsequently disclose the same via other media, including the press release, website, etc.
5. Statutory timeframes under listing regulations for disclosure shall be adhered to. Delay, if any, should be sufficiently explained along with the disclosure.
6. Regular updates, where relevant, shall be made with relevant explanations.
7. All disclosures shall be available on the website of the Company for a period of 5 years.

#### **AUTHORITY TO KEY MANAGERIAL PERSONNEL**

The Board of Directors of the Company have severally authorised the Managing Director, Chief Financial Officer and the Company Secretary & Compliance Officer of the Company (the “**Authorised Persons**”) to deal with the dissemination of information and disclosure of any material event or information covered under this Policy to the Stock Exchange, where the shares of the Company are listed, as well as hosting the said event or information on the website of the Company simultaneously.

#### **AMENDMENTS**

The Board may, subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force. Any subsequent amendment/modification in the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

#### **SCOPE AND LIMITATION**

In the event of any conflict between the provisions of this Policy and the Listing Regulations; or any other statutory enactments, rules, the provisions of such Listing Regulations / Act, or statutory enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force.

#### **DISSEMINATION OF POLICY**

This Policy shall be hosted on the website of the Company [www.purshottaminvestofin.in](http://www.purshottaminvestofin.in). Further, the Company shall disclose on its website all such events or information which has been disclosed to the stock exchange(s) under the Listing Regulations and such disclosures shall be made available on the website of the Company for a period of five years and thereafter as per the archival policy of the Company.

(Last updated on 12.08.2023)