

GRAVITA INDIA LIMITED

POLICY ON DETERMINATION OF MATERIALITY OF EVENTS/ INFORMATION

**[Pursuant to Regulation 30 of SEBI (Listing
Obligations and Disclosure Requirements) Regulations, 2015]**

1. Preamble:

The Board of Directors (the “Board”) of Gravita India Limited (the “Company”) has adopted the following policy and procedures with regards to determination of Materiality of events or information which are required to be disclosed to the Stock Exchanges in terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (The Policy). This Policy has been formulated in accordance with Clause (ii) of sub-regulation (4) of Regulation 30 of the Listing Regulations.

2. Purpose of the policy:

The purpose of this Policy is to determine materiality of events and information based on criteria specified under clause (i) of sub-regulation (4) of Listing Regulations and to ensure that the Company shall make disclosure of events / information specified in Para A and B of Part A of Schedule III of the Listing Regulations to the Stock Exchange.

3. Introduction

In this Policy, unless the context otherwise requires:

- (a) **“Act”** means the Companies Act, 2013 and the rules framed thereunder, as amended from time to time.
- (b) **“Board of Directors” or “Board”** means the Board of Directors of the Company.
- (c) **“Company”** means Gravita India Limited.
- (d) **“Listing Regulations”** means the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (e) **“Policy”** means this policy, as amended from time to time.
- (f) **“SEBI”** means the Securities and Exchange Board of India.
- (g) **“Rules”** means the rules made under the Act.
- (h) **“Stock Exchange(s)”** means BSE Limited and the National Stock Exchange of India Limited, where the equity shares of the Company are listed.

4. Materiality of Events or Information

The Company shall disclose all such events which are specified in Para A of Part A of Schedule III of the Listing Regulations (as applicable from time to time) (**“Para A Events”**) without any application of the guidelines for materiality as specified in sub-regulation (2) of Regulation 30 of the Listing Regulations. Details to be provided to the Stock Exchanges while disclosing Para A Events shall be in compliance with the requirements of the SEBI Disclosure Circular.

The Company shall disclose all such material events or information as specified in Para B of Part A of Schedule III of the Listing Regulations (“**Para B Events**”) subject to application of guidelines for materiality, as set out under the Listing Regulations.

5. Criteria for determination of materiality of events/ information

The Company shall follow the following criteria for determination of materiality of the events/ Information:

- (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:
 - i. **2% of turnover**, as per the last audited consolidated financial statements of the Company;
 - ii. **2% 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;
 - iii. **5% of the average of absolute value of profit or loss after tax**, as per the last three audited consolidated financial statements of the Company;
- (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.

6. Disclosure of events or Information

All events/information identified as material in line with the regulation and under this Policy shall be disclosed as soon as reasonably possible and, in any case, not later than the following:

- i. For all material events/ information for which decision is taken in a Board meeting within 30 (thirty) minutes from the closure of the board meeting;
- ii. For all material events/ information emanating from within the Company within 12 (twelve) hours from the occurrence of the event or information;

- iii. For all material events/ information relating to the Company but emanating from outside the Company within 24 (twenty-four) hours from the occurrence of the event or information.

In case the disclosure is made after the stipulated timeline, the Company shall provide an explanation for the delay along with the disclosure.

The Company shall disclose all further material developments with respect to the disclosures referred to in this Policy on a regular basis, till the event is resolved / closed, with relevant explanations.

7. Guidelines for Communication

In case an event or information is required to be disclosed by the Company in terms of the provisions of Regulation 30 of the Listing Regulations, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the Company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority.

8. Officers responsible for determining materiality of an event/ information

The following persons of the Company shall be severally authorised to determine the materiality of an event or information in accordance with the applicable provisions of the Listing Regulations, and to make disclosures of such material events or information to the Stock Exchange(s):

1. Mr. Rajat Agrawal – Managing Director cum Chairman
2. Mr. Yogesh Malhotra – Whole Time Director & Chief Executive Officer
3. Mr. Sunil Kansal – Whole Time Director & Chief Financial Officer
4. Mr. Nitin Gupta – Company Secretary & Compliance Officer

The aforesaid authorised persons shall determine the materiality of any event or information and ensure timely disclosure of such material event or information to the Stock Exchange(s) in accordance with the applicable provisions of the Listing Regulations and the Company's internal policy and procedures for disclosure of material events or information.

9. Identification of Relevant Employees

The Company shall identify relevant employees who, upon becoming aware of any potential material event or information, shall promptly report the same to the Authorised KMPs for determination of materiality and necessary disclosure to the Stock Exchange(s). The Company may also conduct appropriate awareness and training programmes to assist such employees in identifying and reporting potential material events or information.

10. Amendments

In case of any subsequent changes in the provisions of the Listing Regulations or any other regulations which makes any of the Clauses/provisions in the Policy inconsistent with the Regulations, the provisions of the Listing Regulations would prevail over the Policy and the Clauses/provisions in the Policy would be deemed to be modified accordingly. The Board also, at its discretion, has the power to review and revise the Policy.

11. Website

As per the provisions of the Listing Regulations, the Policy shall be disclosed on the website of the Company.