

## **KAJARIA CERAMICS LIMITED**

### **POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS/INFORMATION**

#### **1. PREFACE**

In compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including amendments thereto from time to time (the 'Listing Regulations'), this Policy for Determination of Materiality of Events/Information (the 'Policy') provides a framework for determining materiality of events/information for the purpose of making disclosure to the Stock Exchanges.

This Policy aims to ensure timely and adequate disclosure of the material and price sensitive information to the BSE Limited and the National Stock Exchange of India Limited ('Stock Exchanges').

Accordingly, Kajaria Ceramics Limited ('the Company') has adopted this Policy pursuant to the provisions of the Listing Regulations as amended from time to time and revised in accordance with the provisions of the Listing Regulations (including amendment thereto, from time to time).

#### **2. MATERIAL EVENTS / INFORMATION**

The material events/information to be disclosed to the Stock Exchanges are broadly divided into the following categories:

- (a) Events/Information specified in Para A of Part A of Schedule III of the Listing Regulations, which will be deemed to be material events;
- (b) Events/information specified in Para B of Part A of Schedule III of the Listing Regulations, based on the criteria mentioned in Clause 3 of this Policy for determining the materiality;
- (c) Events/information specified in Para C of Part A of Schedule III of the Listing Regulations; and
- (d) Without prejudice to the generality of paragraphs (a), (b) and (c) above, any other event/information as may be specified by the Board of Directors of the Company or as may be required under the Listing Regulations / applicable laws, from time to time.

#### **3. CRITERIA FOR DETERMINING THE MATERIALITY OF EVENTS / INFORMATION**

The Company will consider the following criteria for determining materiality of events/information mentioned at Clause 2(b) above:

- (a) the omission of an event/information, which is likely to result in discontinuity or alteration of event/information already available publicly; or
- (b) the omission of an event/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/information, whose value or the expected impact in terms of value, exceeds the lower of the following:

- 2% of turnover, as per the last audited consolidated financial statements of the Company;
- 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;
- 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.

In case where the criteria specified in Clauses 3(a), 3(b) and 3(c) above is not applicable, an event/information may be treated as being material, if in the opinion of the Board of Directors of the Company, such event or information is considered as material.

#### **4. DISCLOSURE OF MATERIAL EVENTS/INFORMATION**

- I. Disclosure of all events/information which are material will be made to the stock exchange(s) as soon as reasonably possible and in any case not later than the following:
  - (a) 30 minutes from the closure of the meeting of the Board of Directors of the Company in which the decision pertaining to the events/information has been taken;
  - (b) 12 hours from the occurrence of the event/information, in case the event or information is emanating from within the Company;
  - (c) 24 hours from the occurrence of the event/information, in case the event or information is not emanating from within the Company.
- II. Disclosure with respect to events/information for which timelines have been specified in Part A of Schedule III or the Listing Regulations will be made within such timelines:
- III. The Company will, with respect to all the disclosures mentioned above, make disclosures updating material developments on regular basis, till such time the event is resolved/closed, with relevant explanations.
- IV. The Company will also disclose all events/information with respect to its subsidiary(ies) which are material for Company.
- V. The Company will provide specific and adequate reply to all the queries raised by the Stock Exchanges with respect to any events/information.
- VI. The relevant employee(s) of the Company upon identifying any material events or information shall immediately report the same to the authorized Official(s) as mentioned under Clause 5 of this Policy, for determining the materiality of the said events or information and for making the necessary disclosures to the stock exchanges within the timeline prescribed under the Listing Regulations.

‘Relevant Employee’ means ‘Senior Management’ including Key Managerial Personnel of the Company or any employee as may be identified by the Board of Directors of the Company, from time to time.

- VII. The Company will also disclose any other event/information, which has not been

indicated in Para A and Para B of Part A of Schedule III of Listing Regulations and the same is available with the Company, which may have material effect on it.

VIII. Events/information which have been disclosed to the Stock Exchanges under this Policy shall be placed on the Company's website and same will be hosted on the Company's website for a minimum period of five years. On expiry of the period of five years, such disclosures shall be dealt with in accordance with the Company's Archival Policy.

## **5. AUTHORITY**

An Operating Committee, comprising of the Chairman & Managing Director, the Joint Managing Director(s), the Chief Financial Officer and the Company Secretary of the Company, will have the following authority:

- To determine any event/information deemed to be material;
- To decide an appropriate time of disclosure to the stock exchanges; and
- To decide the details to be disclosed to the Stock Exchanges in the best interest of investors and compliance of applicable laws.

## **6. REVIEW/AMENDMENTS**

The Board of Directors of the Company, may amend, abrogate, modify or revise any or all provisions of this Policy, from time to time. However, amendment(s) in the Listing Regulations/other applicable laws will be binding even if not incorporated in this Policy.

## **7. DISCLOSURES**

This revised Policy for Determination of Materiality of Events/Information will be disclosed pursuant to the applicable laws.

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This Policy is approved by the Board of Directors of the Company at their meeting held on October 20, 2023.