

GSB FINANCE LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS/ INFORMATION

1. OBJECTIVE

This policy is framed in accordance with the requirement under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. The objective of this policy is to determine materiality of events or information relating to the Company and to ensure the timely dissemination of the same, to the requisite stakeholders and authorities as per the requirement of statutory regulations.

In this Policy, “Material Events/Information” means the events/information determined based on application of the guidelines for materiality referred in sub-regulation (4) of Regulation 30 of the LODR Regulations.

2. OBJECTIVES

The objectives of this policy are as follows:

- To determine materiality of Event or Information for disclosure.
- To ensure that the company complies with the applicable disclosure obligations.
- To ensure that the information disclosed by the Company is timely and transparent.
- To ensure that to the best of the knowledge of the Management, the disclosures are accurate and do not contain any misrepresentation.

3. DEFINITIONS

The words and expressions used in this Policy, unless defined hereinafter, shall have the same meaning assigned to them under the applicable SEBI Regulations / Guidelines / Circulars or under the Companies Act, 2013 (read with the rules made thereunder) as may be applicable from time to time.

4. DISCLOSURE OF EVENT / INFORMATION

The Company shall make disclosures of any events or information which, in the opinion of the board of directors of the listed company, is material.

Events specified in **Schedule III – Part A – Para A** of the SEBI (LODR) Regulations, are deemed to be material events.

Events specified in **Schedule III – Part A – Para B** of the SEBI (LODR) Regulations, shall be considered material upon the application of the guidelines for materiality as specified in this Policy.

5. CRITERIA FOR DETERMINING MATERIALITY OF EVENT INFORMATION

Events or Information shall be considered material if it meets any of the following criteria:

- I. the omission of an event or information, which is likely to result in discontinuity, or alteration of event or information already available publicly.
- 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 limit specified in Reg. 30(4)(i)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- IV. any other event/information which is material in the opinion of the Board of Directors of the Company.

6. TIMELINE FOR DISCLOSURE OF EVENT / INFORMATION

All Material Events/Information shall be disclosed by the Company first to the stock exchanges(s) as soon as reasonably possible and not later than the timelines prescribed under the master circular issued by SEBI, from the occurrence of the event or information or and in case the disclosure is made after the prescribed timelines from occurrence of the event or information, the Company shall, along with such disclosures provide explanation for delay.

Provided that the disclosure with respect to events specified in sub-para 4 of Para A of Part A of Schedule III to the LODR Regulations shall be made within thirty minutes of the conclusion of the Board meeting.

7. DISSEMINATION IN WEBSITE

The Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under the Regulation 30 of LODR Regulations and such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the Company. The Company shall also disclose all events or information with respect to subsidiaries (if any) which are material for the Company.

8. SCOPE AND LIMITATION

In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, regulation or standard.

9. AUTHORIZED PERSONNELS

The following Key Managerial Personnel (KMP's) are authorized, for determining Materiality of Event / Information and for making disclosures to Stock Exchange pursuant to Regulation 30(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015:

(A) Authorized severally for determining materiality of Event / Information:

- Managing Director
- Non-Executive Director (Promoter)

(B) Authorized severally for making disclosures to the Stock Exchange:

- Managing Director
- Non-Executive Director (Promoter)
- Company Secretary

10. AMENDMENTS

This Policy shall be subject to review as may be deemed necessary by the Board of Directors and in accordance with any regulatory amendments.
