

**UFO MOVIEZ INDIA LIMITED**

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CIN: L22120MH2004PLC285453

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<b>Name of Policy</b>	<b>POLICY FOR DETERMINATION OF MATERIALITY OF EVENT OR INFORMATION</b>
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**Document History:**

<b>Date of Board Approval</b>	<b>Effective Date</b>	<b>Summary</b>
2 <sup>nd</sup> February, 2016	2 <sup>nd</sup> February, 2016	The policy for determination of materiality of event or information adopted by the Board.
2 <sup>nd</sup> November, 2023	2 <sup>nd</sup> November, 2023	Amendments for updating the policy in line with the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023 and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023.

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**POLICY FOR DETERMINATION OF MATERIALITY OF EVENT OR INFORMATION**

**1. Introduction:**

In accordance with the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) that were effective from December 01, 2015, UFO Moviez India Limited (“**Company**”) had, *inter alia*, framed this Policy for determination of materiality of event or information (“**Policy**”) for the purpose of making disclosure of material event or information to the stock exchanges under the Listing Regulations.

This Policy has been updated based on the amendments made to Regulation 30 and Schedule III of the Listing Regulations, by way of the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023 (“**LODR Amendments**”) and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023 (“**SEBI Disclosure Circular**”).

**2. Objective:**

- 2.1 To comply with the provisions of the Listing Regulations and SEBI Disclosure Circular, as amended from time to time;
- 2.2 To lay down the criteria for determining materiality of events/information which require disclosure to the Stock Exchanges where the specified securities of the Company are listed;
- 2.3 To lay down the principles for making timely and adequate disclosure of material events/information so as to enable the investors to take well informed decisions; and

**3. Criteria for determination of materiality:**

The Company shall consider the following criteria for determination of materiality of events or information:

- 3.1 The Policy applies to Material events/information specified under Regulation 30 read with Part A and B of Schedule III to the Listing Regulations.

3.2 All events/information stated in Para A of Part A of Schedule III to the Listing Regulations (as amended from time to time) are deemed to be material.

3.3 In respect of events/information stated in Para B of Part A of Schedule III to the Listing Regulations (as amended from time to time), the following criteria will be considered for determining materiality of events or information:

3.3.1 the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or

3.3.2 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;

3.3.3 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.

3.3.4 in case where the criteria specified in sub-clauses 3.3.1 to 3.3.3 is not applicable, an event or information may be treated as being material if in the opinion of the Board, the event or information is considered material.

3.4 In respect of events/information stated in Para C of Part A of Schedule III to the Listing Regulations (as amended from time to time), the Company shall determine the materiality of such events / information and shall disclose the same to the Stock Exchanges.

3.5 Without prejudice to the generality of part (A), (B) and (C) of schedule III of the Listing Regulations, the Company may treat an event / information as being material and make disclosures of event/information, from time to time.

3.6 An event/information with respect to any Subsidiary would be considered material if it meets the criteria mentioned in clause 3.3 above.

#### **4. Time frame for making Disclosure of Events/Information**

4.1 All events or information that are material in terms of this policy or the Listing Regulations shall be disclosed as soon as reasonably possible and unless separate timelines are specified in the Listing Regulations, in no case later than the following:

4.1.1 thirty minutes from the closure of the meeting of the Board in which the decision pertaining

to the event or information has been taken, in respect of which Listing Regulations mandates providing an outcome within the said timeframe of thirty minutes;

4.1.2 twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;

4.1.3 twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company.

Provided that disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines.

## **5. Persons Responsible for Disclosure & Process of Disclosure of Events/ Information:**

5.1 Any two of the Key Managerial Personnel appointed under the Companies Act, 2013 are authorised to determine the materiality of an event or information and any one of the said Key Managerial Personnel is authorised to disclose such event or information to the stock exchange(s) under the Listing Regulations.

5.2 The details to be provided while disclosing a Material event/information shall be based on the requirements/guidance/principles laid down under the Listing Regulations or circulars issued thereunder from time to time.

5.3 The Company shall, with respect to disclosures referred to in Regulation 30 of the Listing Regulations, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

5.4 All such events or information which has been disclosed to stock exchange(s) under the Regulation 30 of the Listing Regulations, shall be simultaneously disclosed on the Company's website for a minimum period of five years. After the expiry of the statutory retention period, the relevant information or document may be destroyed as per this policy.

## **6. General**

6.1 The Policy will be subject to revision/ amendment in accordance with the applicable laws.

6.2 In the event of any conflict between the provisions of this Policy and the Listing Regulations, as amended from time to time or any circulars issued thereunder, the Listing Regulations / circulars issued thereunder will prevail over this Policy and the part(s) so repugnant shall be deemed to severed from the Policy and the rest of the Policy shall remain in force.

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