

POLICY FOR DETERMINING THE MATERIALITY OF AN EVENT

OBJECTIVE

The Policy is framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations).

The objective of the Policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality.

DEFINITIONS

- a. "Act" means the Companies Act, 2013 (and the rules) and the Companies Act, 1956 to the extent applicable.
- b. "Company" means **Newtime Infrastructure Limited**
- c. "Board of Directors" means the Board of Directors of the Company.
- d. "Key Managerial Personnel" means key managerial personnel as defined under sub –Section (51) of section 2 of the Companies Act, 2013.
- e. "Listing Regulations" means the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- f. "Policy" means this policy, as amended from time to time.
- g. "SEBI" means the Securities and Exchange Board of India.
- h. "Rules" means the rules made under the Companies Act, 2013.
- i. "Stock Exchange(s)" means BSE Limited where the equity shares of the Company are listed.

AUTHORISED PERSONS

Pursuant to Regulation 30(5), the Board of Directors have severally authorized the following Key Managerial Personnel of the Company, for the purpose of determining materiality of an event or information and making disclosure to stock exchanges as “Authorised Persons”.

- a. Managing Director/Whole time Director,
- b. Chief Financial Officer
- c. Company Secretary

The materiality of the event or information will be decided in consultation with Business Heads, Plant Heads, Project Heads and Senior Management Personnel or persons connected with the event or information.

EVENTS DEEMED TO BE MATERIAL EVENTS

Events or information specified in Para A of Part A of Schedule III of the Listing Regulations are required to be disclosed irrespective of application of any quantitative or qualitative materiality thresholds as these are “deemed “ to be material.

GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

Certain information is per se Material Information as defined in the Para B of Part A of Schedule III of the Listing Regulations subject to application of guidelines for materiality

(a) Qualitative Criteria: Where the omission of the event/ information result in discontinuity/ alteration of information already available publicly or where the omission of the event/ information can lead to creation of false market in the securities of the Company or any other event/ information which should be treated as being material in the opinion of the Board of Directors of the Company. (Subjective test)

(b) Quantitative Criteria: Where the event results into change exceeding 10% of total revenue during the previous audited accounting year or exceeding 20% of the net worth ,whichever is lower, basis the consolidated accounts of the Company as on the last date of the previous accounting year.

DISCLOSURES OF EVENTS OR INFORMATION

The Company shall make disclosure of events deemed to be material events as soon as reasonably possible and not later than twenty-four (24) hours from the occurrence of such event or information in the following manner:

- i. inform the stock exchanges in which the securities of the Company are listed;
- ii. upload on the corporate website of the Company.

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.

SCOPE AND LIMITATION

In the event of any conflict between the provisions of this Policy and the Listing Agreement; Companies Act, 2013; Regulations or any other statutory enactments, rules, the provisions of such Listing Agreement/Companies Act, 2013 or statutory enactments, rules shall 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.

DISSEMINATION OF POLICY

This Policy shall be hosted on the website of the Company and address of such web link thereto shall be provided in the Annual Report of the Company.

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