

Effective Date (Initial): 1st December, 2015

Revised on: 28th June, 2021

Revised on 11th August, 2023

POLICY ON DETERMINATION OF MATERIALITY

[Pursuant to Regulation 30 of Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015]

PURPOSE OF POLICY

In an endeavour to promote transparent and close communication with the shareholders, the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015) requires every listed company to have a policy on determination of material events and disclosures thereof.

The Policy outlines the guidelines to be followed by “Federal-Mogul Goetze (India) Limited” for the consistent, transparent, regular and timely public disclosure and dissemination of material events/information. The Company is committed to factual, timely and accurate disclosure based on applicable legal and regulatory requirements.

OBJECTIVE OF POLICY

The policy has been framed with the objective of providing adequate and appropriate disclosures that are consistent with the facts of the material events. The current policy mechanisms regulate:

- The procedure for determining the materiality of the events/information,
- The procedure for governing the disclosure of the events that are deemed to be material;
- To decide upon the instance when the material events have occurred and the time frame within which the information is to be disclosed.
- To ensure uniformity in the Company’s approach to disclosures, raise awareness and reduce the risk of selective disclosures.

DEFINITIONS

- i. **“Company”** means “Federal-Mogul Goetze (India) Limited”;

- ii. **“Board”** means the Board of Directors of the Company;
- iii. **“Listing Regulations”** means the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015)
- iv. **“Policy”** means this Policy on Determination of Materiality of events;
- v. **“Schedule III”** means Schedule III of the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Any other term not defined herein shall have the same meaning as ascribed to it under the Companies Act, 2013, Listing Agreement, Listing Regulations framed by the Securities Exchange Board of India or any other relevant regulation/legislation applicable to the Company.

TYPES OF INFORMATION

The information covered by this Policy shall include “information related to the Company's business, operations, or performance which has a significant effect on securities investment decisions” (hereinafter referred to as “material information”) that the Company is required to disclose in a timely and appropriate manner by applying the guidelines for assessing materiality. Events or information specified in Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations will be disclosed to the Stock Exchanges based on application of materiality criteria.

Events or information specified in Para A of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations will be disclosed without any application of the guidelines for materiality.

GUIDELINES FOR IDENTIFYING MATERIALITY

The Company shall consider the following criteria for determining the materiality of the events:

- a) The omission of an event or information which is likely to result in discontinuity or alteration of an 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 as may be decided by the Board;
- (1) The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:

- (2) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
- (3) two percent of net worth, as per the last audited consolidated financial statements of the listed entity, 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 listed entity.
- 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 the Company, the event or information is considered material:

AUTHORITY AND RESPONSIBILITY

The Policy has been established and approved by the Board of Directors in their meeting held on 28th October, 2015, pursuant to the Listing Regulations.

The Company Secretary and Chief Financial Officer (hereinafter referred to as the “Authorised Officials”) shall be severally responsible to deal with the dissemination of information and disclosure of any material event or information covered under this Policy to the Stock Exchanges, where the shares of the Company are listed, as well as hosting the said event or information on the website of the Company simultaneously.

TIMELINE FOR DISCLOSURE OF MATERIAL EVENTS:

The Company shall first disclose to the stock exchange all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case no later than the following:

- (i) Thirty minutes from the closure of the meeting of the Board of Directors in which the decision pertaining to the event or information has been taken;
- (ii) Twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- (iii) Twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity:

DELAY IN DISCLOSING MATERIAL INFORMATION

In certain unavoidable circumstances if the Company delays in disclosing the material event/ information to the Stock Exchanges, the disclosure regarding delay in disclosing the material event/ information along with the reasonable explanation and clarification will be disseminated to the stock exchanges by the Authorised Officials of the Company.

EFFECTIVE DATE:

This policy is effective from 1st December, 2015.

REVIEW OF THE POLICY

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

Any or all provisions of this Policy shall be subject to revision/ amendment in accordance with the Listing Regulations from time to time.