

# MPDL LIMITED

## Policy for Determination of Materiality for Disclosure of information

Effective from December 01, 2015

(Reviewed on April 01, 2019 and May 30, 2024)

1. **Title:** This policy shall be known as the “Policy for Determination of Materiality for Disclosure of Information of MPDL Limited” (the “Policy”) and has been made pursuant to Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”).
2. **Objective:** The Company has to ensure prompt disclosure of material price sensitive information/ event to the stock exchange(s), where the securities of the Company are listed, so that present and potential investors are able to take informed decision relating to their investment in the Company. This Policy shall act as guidance for determining materiality of such events / information for their disclosure to the stock exchanges with in the applicable timelines.
3. **Applicability:** This Policy shall be applicable to MPDL Limited and its employees.
4. **Definitions:** In this Policy:
  - (a) “Company” shall mean MPDL Limited, and where the context so requires, shall include its subsidiaries;
  - (b) “Compliance Officer” shall mean the Company Secretary of the Company, and in his absence, any other senior officer designated so and reporting to the Board of Directors as mentioned in the Regulations;
  - (c) “Whole Time Director” means the Director who is in the Whole Time Employment of the Company;
  - (d) “CFO” shall mean the Chief Finance Officer of the Company or such other person, by whatever name called, who supervises the finance function of the Company;
  - (e) “PIT Code” shall mean the Code of Conduct for Prevention of Insider Trading adopted by the Board of Directors of the Company;
  - (f) “Stock Exchanges” shall mean the stock exchanges on which the securities of the Company are listed; and

Words and terms defined used in this Policy and not defined herein, but defined in the Regulations, the PIT Code, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 or the Companies Act, 2013, shall have the meanings respectively assigned to them in such code or legislation.

- 5. Authority to make disclosures:** The Key Managerial Personnel (“KMPs”) of the Company shall, either individually or jointly, determine whether any disclosure needs be made to the Stock Exchanges under the Listing Regulations in relation to any event, based on their assessment of impact of such event against the materiality guidelines detailed below. The KMP may direct the Compliance Officer or any other officer of the Company to communicate to the Stock Exchanges or other authorities, the information to be so disclosed, and shall ensure that the disclosures are suitably uploaded on the Company’s website.
- 6. Disclosure of information relating to events deemed to be material:** In relation to all events that are listed under Para A of Part A of Schedule III to the Listing Regulations, the Company shall disclose to the Stock Exchanges, the information required by the Regulations in the manner required by the Regulations.
- 7. Determination of materiality for other events:** Events listed under Para B of Part A of Schedule III of the Listing Regulations shall be considered as material if they meet the requirement / criteria listed below:
- (a) the omission of an event or information, which is likely to result in discontinuity or alteration of 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
  - (c) the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
    - 1. two percent of turnover, as per the last audited consolidated financial statements of the Company;
    - 2. 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;
    - 3. 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;
  - (d) In case where the criteria specified in sub-clauses (a), (b) and (c) above is not applicable, an event or information may be treated as being material if in the opinion of the board of directors of the Company, the event or information is considered material:

**8. Obligations of Employees and KMPs for Disclosure**

- a. Any event or information, including the information specified in Para A and Para B of Part A of Schedule III of the Listing Regulations shall be forthwith informed to the KMPs upon occurrence, with adequate supporting data/information, to facilitate a prompt and appropriate disclosure to the Stock Exchanges.
- b. The KMPs will then ascertain the materiality of such event(s) or information in terms of this Policy.
- c. On completion of the assessment, the KMPs shall, if required, make appropriate disclosure(s) to the Stock Exchanges.

- 9. Discretion to make disclosures where materiality test is not satisfied:** Where the Key Managerial Personnel are satisfied that although a particular event does not meet the test of materiality as above, disclosure of information in relation thereto will ensure that investors are better informed with regard to the Company or non-disclosure of such information will distort the market for the Company's securities, such information may be disclosed to the Stock Exchanges under the Listing Regulations.
- 10. Publication of the Policy:** This Policy, upon its adoption by the Board of Directors of the Company, along with contact details of the persons authorised to determine materiality of disclosures hereunder, shall be uploaded on the Company's website and any updates hereto shall be promptly reflected on the Company's website.
- 11. Review / Revision of the Policy:** The Policy may be reviewed as and when necessary due to change in the Listing Regulations. In case of any conflict between the provisions of this Policy and of Listing Regulations / Statutory Provisions, the Listing Regulations / Statutory Provisions shall prevail over this Policy. In case of any subsequent amendments in the Listing Regulations / Statutory Provisions, the Policy shall stand automatically amended.

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### **Contact Information of Authorised Persons**

The contact information of the persons authorised to determine materiality to make disclosures under this Policy is as below:

<b>Sr.</b>	<b>Name and Designation</b>	<b>Contact Information</b>
1.	Mr. Santosh Kumar Jha Whole Time Director	Phone: +91 11- 29218542 Email: <a href="mailto:isc_mpd@mpdl.co.in">isc_mpd@mpdl.co.in</a>
2.	Mr. Satyajit Pradhan Chief Financial Officer	Phone: +91 11- 29218542 Email: <a href="mailto:isc_mpd@mpdl.co.in">isc_mpd@mpdl.co.in</a>
3.	Ms. Bhumika Chadha Company Secretary & Compliance Officer	Phone: 9839086144 Email: <a href="mailto:complianceofficer@mpdl.co.in">complianceofficer@mpdl.co.in</a>