GREENLAM INDUSTRIES LIMITED

Policy on Determination of Materiality

(Approved and Adopted by the Board of Directors on 1St December 2015 and last amended upto 22nd May, 2026)

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OBJECTIVE, SCOPE AND PURPOSE

The Securities Exchange Board of India ('SEBI'), on 2nd September 2015, had come out with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations, 2015). Greenlam Industries Limited (the "Company") recognised the need to frame a policy to determine the material events by testing the materiality as required under Regulation 30 for the purpose of proper, sufficient and timely disclosure of the same to the Stock Exchange(s). This Policy on Determination of Materiality (the 'Policy') has been adopted by the Board of Directors of the Company at its Meeting held on 04.11.2015 and had been made effective from 01.12.2015.

The Board may review and amend this policy from time to time.

1. APPLICABILITY

This Policy shall be applicable on all events in the Company, as and when they come under the criteria enumerated in the Policy.

2. DEFINITIONS

2.1. **"Board"** shall mean the Board of Directors of the Company;

2.2. **"Committee"** shall mean a Committee, if any, constituted by the Board for the purpose of determination of materiality under this Policy, which shall consist of two or more Key Managerial Personnel of the Company as may be decided by the Board from time to time;

2.3. **"Company"** shall mean Greenlam Industries Limited;

2.4. **"Compliance Officer"** shall mean the Company Secretary of the Company;

2.5. **"Market Sensitive"** shall mean such information concerning the Company that a reasonable person would expect to have a material effect on the price or value of its securities or information which causes the market to maintain the price of security at or about its current level when it would otherwise be expected to move materially in a particular direction, given price movements in the market generally or in the Company's sector.

2.6. **The terms used but not defined in this Policy shall have the same meaning as assigned to them under the Listing Regulations.**

3. KEY PRINCIPLES IN DETERMINING MATERIALITY

An information or an event is considered to be material when it is likely to impact the normal price or value of the securities of the Company. Where the price or value of the securities of the Company in the normal course is likely to be affected on the basis of the disclosure of an event or information, such event or information is to be regarded as 'Material'.

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3.1 Events specified in Para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are deemed to be material events and listed entity shall make disclosure of such events.

Such events shall be disclosed without any application of the guidelines for materiality.

3.2 In respect of events specified in Para B of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, following criteria for determination of materiality of events/ information, shall be applied:

(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;

(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 listed entity;

(2) 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;

(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 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, the event or information is considered material.

3.3 ANY OTHER INFORMATION/EVENT VIZ. MAJOR DEVELOPMENT THAT IS LIKELY TO AFFECT BUSINESS:

Events/ information that may include but are not restricted to-

a. Emergence of new technologies;
b. Expiry of patents;
c. Any change of accounting policy that may have a significant impact on the accounts, etc.;

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d. Any other information which is exclusively known to the Company which may be necessary to enable the holders of securities of the Company to appraise its position and to avoid the establishment of a false market in such securities;

e. Any information may be determined the Committee/ Board from time to time as Market Sensitive;

f. Any event which in the view of the Securities and Exchange Board of India is material.

4. ADMINISTRATIVE MEASURES

4.1. Unless otherwise decided by the Board, the Chief Financial Officer for the time being shall be authorized for the purpose of determining materiality of an event or information and the Company Secretary of the Company for the time being shall be authorised to make disclosures to the stock exchange of such material events as advised by the Chief Financial Officer from time to time.

4.2. The Officer(s)/KMP(s) so designated may also be guided by previous guidance of SEBI or comparable international Regulators about materiality, while expressing a view on whether the information is Market Sensitive.

4.3. The Officer(s)/KMP(s) shall take into consideration totality of factors surrounding the particular information to take a view on whether the information is Market Sensitive or not. Without prejudice to the generality of the above, the Officer/KMP may consider the following factors in arriving at the decision:

4.3.1. Whether the Information is likely to cause prices of the Company's Specified Securities to move, as a result of the Information, by 10% or more, as the Information comes to the public domain;

4.3.2. Whether the Information pertains to a matter which may have an impact on the Company's net worth, as a result of the Information, to be affected by 10% or more;

4.3.3. Whether the Information pertains to a matter which may cause the Company's turnover to move, as a result of the Information, by 10% or more;

4.3.4. Whether the Information pertains to a matter which may cause the assets of the Company, amounting to 10% or more of such assets, to be deployed into an application other than the one where they are currently deployed.

4.4. The Officer/KMP may seek expert advice, where so felt necessary as to whether any information is Market Sensitive or not.

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4.5. All decisions of the Officer/KMP will be noted and preserved for a minimum period of 2 years subject to its conformity with the Policy for Preservation of Documents of the Company.

4.6. The contact details of any of the members of the authorised Officer/KMP shall be disclosed to the stock exchange and also be placed on the Company's website.

5. INTERPRETATION

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.

6. GUIDANCE ON WHEN AN EVENT/INFORMATION IS DEEMED TO BE OCCURRED

6.1 The events/information shall be said to have occurred upon approval by the Board e.g. further issue of capital by rights issuance and in certain events/information after approval of both i.e. Board and shareholders that is to say, after the approval of the shareholders of the Company;

6.2 The events/ information that may be of price sensitive nature such as declaration of dividends etc., on receipt of approval of the event by the Board, pending shareholder's approval;

6.3 In the events/information such as natural calamities, disruption etc. can be said to have occurred when the Company becomes aware of the events/information, or as soon as, an officer of the entity has, or ought to have reasonably come into possession of the information in the course of the performance of his duties;

7. DISCLOSURE

7.1 The Company shall first disclose to the Stock Exchange(s) all events or information which are material in terms of the provisions of the Listing Regulations within the timelines as specified under the Listing Regulations.

7.2 The Stock Exchange shall also be regularly intimated details of any change in the status and/ or any development thereon till the litigation or dispute is concluded and/ or is resolved.

7.3 All the disclosures made to the Stock Exchange under this Policy shall also be disclosed on the Website of the Company and the same shall be hosted for a minimum period of five years.

7.4 The Company shall also disclose all the events or information with respect to its Subsidiaries which are material for the Company.

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8. AUTHORITY TO MAKE ALTERATIONS

Any subsequent amendment/ modification in the Listing Regulations or any other govering Act/ Rules/ Regulations or re-enactment, impacting the provisions of this Policy, shall automatically apply to this Policy and the relevant provisions of this Policy shall be deemed to be modified and/ or amended to that extent, even if not incorporate in this Policy. The Company Secretary of the Company is authorized to carry on any changes in the Policy to make it consistent with the amended Applicable Laws subject, however, to the condition that such alterations shall not be inconsistent with the provisions of the Regulations.