



**POLICY ON DETERMINATION AND DISCLOSURE OF MATERIALITY OF EVENTS AND INFORMATION AND WEB ARCHIVAL POLICY**

**Ramchandra Leasing and Finance Limited**

**1. Introduction**

1.1 Regulation 30(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") requires every listed entity to formulate a policy for determination of materiality of events and information that require disclosure to the stock exchanges.

1.2 Further, such disclosures are required to be hosted on the website of the listed entity for a minimum period of five (5) years and thereafter in accordance with the Archival Policy of the Company.

1.3 Accordingly, Ramchandra Leasing and Finance Limited (the "Company") has adopted this Policy on Determination and Disclosure of Materiality of Events and Information and Web Archival Policy (the "Policy").

1.4 Words and expressions used but not defined in this Policy shall have the same meaning as assigned to them under the SEBI LODR Regulations.

**2. Scope**

This Policy lays down the criteria and process for determining the materiality of events and information and for disclosure of such events or information to the stock exchanges, and their hosting and archival on the Company's website.

**3. Policy on Determination of Materiality**

3.1 Materiality shall be determined on a case-to-case basis depending upon the specific facts and circumstances relating to the event or information.

3.2 In determining whether a particular event or information is material, the Company shall consider the following criteria:

(a) The omission of an event or information which is likely to result in discontinuity or alteration of information already available publicly; or

(b) The omission of an event or information which is likely to result in significant market reaction if such omission came to light at a later date; or

(c) The omission of an event or information whose value or expected impact, in terms of value, exceeds the lower of the following, as per the last audited financial statements of the Company:

(i) Two percent (2%) of turnover;

(ii) Two percent (2%) of net worth, except where the arithmetic value of net worth is negative; or

(iii) Five percent (5%) of the average of the absolute value of profit or loss after tax of the last three audited financial statements;

(d) Any other event or information which, in the opinion of the Board of Directors of the Company, is considered material.



3.3 Events or information specified in Para A of Part A of Schedule III of the SEBI LODR Regulations shall be disclosed without application of the above materiality criteria.

#### **4. Guidance on Occurrence of Event / Availability of Information**

4.1 The timing of occurrence of an event and/or availability of information shall be determined on a case-to-case basis.

4.2 In the case of natural calamities, disruptions, or similar events, the event or information shall be deemed to have occurred when the Company becomes aware of such information.

4.3 In matters dependent on discussion, negotiation, or approval, the event or information shall be deemed to have occurred upon receipt of approval by the Board of Directors or, where applicable, after receipt of approval of the shareholders.

4.4 The above guidance shall be subject to the clarifications and guidance issued by SEBI, including SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, as amended from time to time.

#### **5. Implementation and Responsibility**

5.1 The Board of Directors has authorised the Managing Director/Chief Financial Officer and the Company Secretary (or such other Key Managerial Personnel as may be designated by the Board) to determine the materiality of an event or information and to make disclosures to the stock exchanges.

5.2 Employees of the Company who become aware of any event or information which may be material in nature shall promptly report the same to the authorised persons referred to in Clause 5.1 to enable timely determination and disclosure in accordance with applicable laws.

#### **6. Foreign Jurisdictions**

For the purpose of determining foreign jurisdictions with material business operations, if applicable, a foreign jurisdiction or country shall be considered material if it accounts for ten percent (10%) or more of the consolidated turnover of the Company, as per the latest audited financial statements.

#### **7. Disclosure**

7.1 The Company shall disclose to the stock exchange(s) all events or information determined to be material in accordance with this Policy and the SEBI LODR Regulations.

7.2 The Company shall also make such other disclosures as may be specified by SEBI or required under applicable laws from time to time.

#### **8. Website Disclosures and Archival**

8.1 All events or information disclosed to the stock exchanges pursuant to this Policy shall also be hosted on the Company's website for a minimum period of five (5) years or such longer period as may be prescribed under the SEBI LODR Regulations or other applicable laws.

8.2 After completion of the minimum hosting period, such events or information shall be archived on the Company's website for a further period of two (2) years, after which the same may be removed from the website.

#### **9. Amendment**



## RAMCHANDRA LEASING & FINANCE LIMITED

Any amendment, modification, or re-enactment of the SEBI LODR Regulations or any other applicable law affecting this Policy shall automatically apply to this Policy. The Board of Directors of the Company may amend this Policy from time to time to ensure compliance with applicable laws.

### **Ratified by the Board of Directors of Ramchandra Leasing and Finance Limited**

Date : 14/05/2025

Place : Vadodara, Gujarat