

## Godfrey Phillips India Limited

### Determination of Materiality for Disclosure of Events or Information

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## I. Introduction

Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “LODR Regulations”), requires every listed Company to frame a Policy for determination of materiality for disclosure of events or information to Stock Exchanges, based on the criteria specified in the said Regulation and the same is also required to be disclosed on the Company's website.

Therefore, Godfrey Phillips India Limited (hereinafter referred to as “GPIL or “the Company”) has amended Determination of Materiality for Disclosure of Events or Information Policy (hereinafter referred to as “Policy”) in compliance with the said Regulation to identify and disclose the material events of the Company to the Stock Exchanges.

## II. Authority

The following personnel have been severally authorized by the Board of Directors (Board) to determine the materiality of an event or information and for the purpose of making disclosure to the Stock Exchanges:

<b>Name</b>	Dr. Bina Modi (Chairperson & Managing Director)	Mr. Sharad Aggarwal (Functional Chief Executive Officer)	Mr. Sunil Agrawal (Chief Financial Officer)	Mr. Sanjay Gupta (Company Secretary)
<b>Email-id</b>	drbinamodi- gpi@modi- ent.com	shaggarwal- gpi@modi-ent.com	sagarwal- gpi@modi- ent.com	skgupta-gpi@modi- ent.com
<b>Contact Number</b>	+91 11-26832155, 61119300			
<b>Address</b>	Omaxe Square, Plot No. 14, Jasola District Centre, Jasola New Delhi- 110025			

## III. Criteria for Materiality

Materiality criteria shall be identified on a case-on-case basis depending on specific facts and circumstances relating to the event/information as specified in LODR Regulations.

Further, it shall be ensured that LODR Regulations have been complied with, both in letter and spirit, in the process.

The Company shall consider the following criteria for determination of materiality of an event or information:

- a) The omission of an event or information 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 authorized officials as above, the event or information is considered material:

**IV. Disclosure**

1. Events specified in Para A of Part A of Schedule III of LODR Regulations are deemed to be material events and the Company shall make disclosure of such events.
2. The Company shall make disclosure of events specified in Para B of Part A of Schedule III of LODR Regulations, based on application of the guidelines for materiality, as specified in sub-regulation (4) of LODR Regulations.

**V. Timeframe for Disclosure**

In accordance with LODR Regulations, disclosures as specified in Para A and B of Part A of Schedule III shall be made to the Stock Exchanges within such time as may be prescribed from time to time under LODR Regulations.

**VI. Disclosure on Website**

All the disclosures made to the Stock Exchanges under Regulation 30 of LODR Regulations shall be updated on the Company’s website for a minimum period of 5 years after which it shall be dealt with as per the “Archival Policy for Disclosure on the Website of the Company” .

**VII. Review**

The Policy shall be reviewed by the Board through the Company Secretary as and when it deems necessary or in compliance with the amendment made to the Act, LODR Regulations or enactment of any other Act, rules and regulations made thereunder.

**VIII. Version Control**

Version	Change Description	Date
Version 1.2	Added time frame for disclosure provision	27/05/2023
	Added disclosure on website provision	
Version 1.3	Changes made pursuant to amendments in Regulation 30 of LODR Regulations.	26/07/2023