

POLICY ON DETERMINATION OF MATERIALITY FOR DISCLOSURE OF EVENTS OR INFORMATION

RAVI KUMAR DISTILLERIES LIMITED

1. PREFACE

The Board of Directors (the "Board") of **RAVI KUMAR DISTILLERIES LIMITED** (the "Company") is obliged to form a Policy for determination of Materiality of events or information which are required to be disclosed to the Stock Exchanges in terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (The Policy).

This Policy has been formulated in accordance with Clause (ii) of sub-regulation (4) of Regulation 30 of the Listing Regulations.

The Securities and Exchange Board of India ("SEBI") has issued the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, on December 12, 2024 making several changes with regard to the said policy.

Accordingly, taking into account the aforesaid provisions, Mr. R V Ravikumar, Chairman of the Board of Directors of Ravi Kumar Distilleries Limited (hereinafter referred to as the "Company" or "Listed Entity") has adopted the following revised policy on determination of materiality for disclosures to events or information which will be placed at the next meeting of the Board of Directors for its information and ratification.

2. APPLICABILITY

The Policy is applicable to **RAVI KUMAR DISTILLERIES LIMITED** (the "Company").

3. Objective of the Policy

The objective of this Policy is to determine materiality of events and information based on criteria specified under clause (i) of sub-regulation (4) of Regulation 30 of the Listing Regulations and to ensure that the Company shall make disclosure of events / information specified in Para A and B of Part A of Schedule III of the Listing Regulations to the Stock Exchanges, as amended from time to time.

3. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION:

Save as provided in point f(A) below, the following criteria shall be considered for determination of materiality of events/ information to be disclosed to the Stock Exchanges [as specified in clause (i) of sub-regulation 4 of Regulation 30 of the Listing Regulations, as amended from time to time:

(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

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(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:

(i) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;

(ii) 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;

(iii) 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) While assessing the materiality or otherwise of an event or information, additionally the following will be considered:

i. Facts and circumstances relating to the information/event.

ii. Whether the event or information presents a significant risk to the reputation of the Company or the Group.

iii. Events or information should be direct and not derivative and reasonably perceivable (not remote).

iv. Prevailing market conditions, general business practices, industry scenario, business outlook, etc.

(e) Notwithstanding the anything contained in Point No. (d) above, in case where the criteria specified in sub-clauses (a), (b) and (c) are not applicable, an event/information may be treated as being material if in the opinion of the board of directors of the Company, the event / information is considered material.

(f) Disclosure of Events / Information:

A. All the events/ information as specified in Para A of Part A of Schedule III to the Listing Regulations, as amended from time to time, upon occurrence of which the Company shall make disclosure to the Stock Exchanges without any application of the guidelines for materiality as specified in point 3 above.

B. All the events / information as specified in Para B of Part A of Schedule III to the Listing Regulations, as amended from time to time, upon occurrence of which the disclosure is to be made to the Stock Exchanges after applying the criteria of materiality mentioned in sub regulation 4 of Regulation 30.

C. The disclosure to the stock exchange/s is to be made as soon as reasonably possible and not later than:

(i) twelve (12) hours from the occurrence of such event or information in case the event or information is emanating from within the listed entity

(ii) twenty-four (24) hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity:

However, if all the relevant information, in respect of claims which are made against the listed entity under any litigation or dispute, other than tax litigation or dispute, in terms of sub-paragraph 8 of paragraph B of Part A of Schedule III, is maintained in the structured digital database of the listed entity in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the stock exchange(s) within seventy-two hours of receipt of the notice by the listed entity.

(iii) thirty (30) minutes of the conclusion of the board meeting if the decision pertaining to the event or information has been taken in the meeting of board of directors.

However, in case the meeting of the board of directors closes after normal trading hours of that day but more than three hours before the beginning of the normal trading hours of the next trading day, the Company can disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting:

Further in case the meeting of the board of directors is being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of such meeting for the day on which it has been considered.

However, in case the disclosure of any event or information as mentioned in Point A and B is made after expiry of timeline specified in sub point (i), (ii) and (iii) and explanation thereto of Point C, then Company shall, along with such disclosure(s) provide an explanation for delay.

D. The disclosure is to be made updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

E. The disclosure is to be made of all events / information with respect to the Material Subsidiaries of the Company

F. Specific and adequate reply to all queries raised by the Stock Exchange(s) with respect to any events / information disclosed shall be provided by the Company. Further, if any event / information is reported in the media, confirmation or denial of the same may be provided by the Company to the Stock Exchange(s) on its own initiative

G. In case where an event occurs or information is available with the Company, which has not been indicated in A or B above, but which may have material effect on it and which in the view of Authorised Person or the Board is material, the Company will make adequate disclosures in regard thereof.

H. All the above disclosures would be hosted on the website of the Company for a minimum period of five years and thereafter archived as per Company's Archival Policy

(iii) WHEN AN EVENT / INFORMATION CAN BE SAID TO HAVE OCCURRED:

In certain instances, the occurrence of material events / information would depend upon the stage of discussion, negotiation or approval and in other instances where there is no such discussion, negotiation or approval required e.g. in case of natural calamities, disruptions etc., it would depend upon the timing when the company became aware of the events / information.

The events/information 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.

Here, the term “officer” shall have the same meaning as defined under the Companies Act, 2013 and shall also include promoter of the company.

5. PROCEDURAL GUIDELINES FOR DETERMINATION OF MATERIALITY OF EVENTS/ INFORMATION

The MD of the Company shall determine the materiality of an event or information.

The Whole Time Director, CFO and Company Secretary are severally authorised for making disclosures of such material event or information to the stock exchange.

The relevant employees of the Company shall refer to the criteria specified under this Policy in identifying any potential material event or information and report the same to the Authorised Persons for determining the materiality of such event or information and for making the necessary disclosures to the stock exchanges.

Where the Board of directors of the Company are not certain about materiality of event / information, the same may be referred for external legal advice.

The procedure to be followed in relation to the lodgement of announcement of material event/ information is as follows:

- i. **Prepare draft announcement to the Stock Exchange:** If the event / information is material, the Company Secretary / Board will prepare draft announcement to the Stock Exchanges which is factual and expressed in clear manner and obtain approval of the Managing Director of the Company.
- ii. **Lodge Announcements:** The Company Secretary / Chairman on behalf of the Company will lodge or arrange for lodgement of the announcement with the Stock Exchange.
- iii. **Post announcement on website:** After lodgement of the announcement with the Stock Exchange, the Company Secretary / Board will arrange to place it on the website of the Company. All the announcements made under this Policy shall be kept on the website as per the Archival Policy of the Company.

6. COMMUNICATION OF THIS POLICY

This Policy shall be posted on the web-site of the Company and the contact details of the authorized persons shall be disclosed to the Stock Exchanges and be made available on the Company's website as aforesaid.

7. AMENDMENT

The Board of Directors of the Company is authorized to make necessary changes to the above policy as and when required. If any change is necessary to be made due to statutory amendments, the same may be made with the approval of the Chairman / Directors of the Company and the same shall be placed at the next meeting of the Board of Directors for its information and ratification.
