RAJKOT INVESTMENT TRUST LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS FOR DISCLOSURE

1. TITLE

This Policy shall be called the “Policy for Determination of Materiality of Events for Disclosure” (“Policy”).

2. OBJECTIVE

The objective of this Policy is to:

- Ensure timely and adequate disclosure of material events and information to the Stock Exchange(s);
- Provide a framework for identification and reporting of material events;
- Maintain transparency and fairness in dissemination of information to investors;
- Comply with Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”).

3. APPLICABILITY

This Policy shall apply to:

- Directors;
- Key Managerial Personnel;
- Senior Management Personnel;
- Department Heads;
- Employees entrusted with financial, operational, legal, secretarial and compliance functions.

4. REGULATORY FRAMEWORK

This Policy is framed pursuant to:

- Regulation 30 of SEBI (LODR) Regulations, 2015;
- Schedule III of SEBI (LODR) Regulations, 2015;
- SEBI Circulars and amendments issued from time to time;
- Applicable provisions of the Companies Act, 2013.

5. AUTHORIZED PERSONS

The Board authorizes the following officials jointly and severally to determine materiality and make disclosures:

1. Managing Director/Chief Executive Officer;
2. Chief Financial Officer;
3. Company Secretary & Compliance Officer.

The authorized persons may seek information from any department for determining materiality.

6. EVENTS REQUIRING MANDATORY DISCLOSURE

The events specified in Para A of Part A of Schedule III shall be deemed material and shall be disclosed without applying any materiality threshold.

These include:

Corporate Events

- Acquisition(s), Scheme of Arrangement, Merger, Demerger, Sale or Disposal;
- Issuance, Forfeiture, Split or Consolidation of Securities;
- Buyback of Securities;
- Fund Raising Activities;
- Revision in Credit Ratings.

Management and Governance Events

- Appointment, Resignation or Removal of Directors;
- Appointment or Resignation of KMPs;
- Appointment or Resignation of Statutory Auditors, Secretarial Auditors or Internal Auditors;
- Change in Compliance Officer.

Financial and Legal Events

- Fraud or Defaults by Company, Promoters, Directors, KMPs or Subsidiaries;
- One-Time Settlement with Banks;
- Insolvency Proceedings;
- Corporate Debt Restructuring.

Shareholder Events

- Proceedings of Annual General Meeting;
- Proceedings of Extraordinary General Meeting;
- Amendments to Memorandum or Articles of Association.

7. EVENTS SUBJECT TO MATERIALITY ASSESSMENT

Events specified under Para B of Part A of Schedule III shall be disclosed upon application of materiality criteria.

Examples include:

- Commencement or postponement of commercial operations;
- Capacity additions;
- Product launches;
- Award or termination of significant contracts;
- Significant business developments;
- Litigation or disputes;
- Regulatory actions;
- Disruptions due to natural calamities, strikes, lockouts or force majeure events.

8. MATERIALITY CRITERIA

An event or information shall be considered material if:

A. Quantitative Criteria

The event exceeds:

- 10% of annual turnover; or
- 10% of net worth; or
- 5% of average profit/loss after tax of the previous three financial years,

whichever is lower, or such threshold as prescribed by SEBI from time to time.

B. Qualitative Criteria

An event shall be considered material if:

- Omission of information is likely to result in discontinuity or alteration of publicly available information;
- Omission is likely to result in significant market reaction;

- Information affects the reputation, operations, financial position or business prospects of the Company;
- The Board or Authorized Person considers the information material.

9. INTERNAL REPORTING MECHANISM

Every Department Head shall immediately notify the Compliance Officer regarding any event or information that may qualify as material.

The Compliance Officer shall:

- Evaluate the information;
- Obtain necessary approvals;
- Coordinate disclosure with Stock Exchange(s);
- Maintain disclosure records.

10. TIMELINES FOR DISCLOSURE

The Company shall disclose material events:

- As soon as reasonably possible;
- Within the timelines prescribed under Regulation 30 and SEBI Circulars;
- After occurrence of the event or receipt of information.

Where disclosure is delayed, reasons for delay shall be recorded.

11. CONTINUING DISCLOSURE OBLIGATION

The Company shall:

- Provide updates on material developments;
- Disclose material changes in previously disclosed information;
- Continue disclosures until final resolution of the event.

12. WEBSITE DISCLOSURE

All disclosures made under Regulation 30 shall be hosted on the Company’s website and shall remain available for a minimum period of five years and thereafter in accordance with the Company’s Archival Policy.

13. CONFIDENTIALITY

Until disclosure is made to the Stock Exchange(s), all material information shall be treated as confidential and shared strictly on a need-to-know basis.

14. NON-COMPLIANCE

Failure to comply with this Policy may attract disciplinary action and may also result in penalties under applicable laws and SEBI regulations.

15. REVIEW OF POLICY

This Policy shall be reviewed periodically by the Board of Directors and amended whenever required due to changes in applicable laws or regulatory requirements.

16. EFFECTIVE DATE

This Policy shall come into effect from the date of approval by the Board of Directors and shall remain in force until modified or rescinded.