

POLICY FOR DETERMINATION OF MATERIALITY
(As approved by the Board of Directors on May 28, 2021)

Introduction

This Policy for determination of Materiality is aimed at providing guidelines to the management of S.I.Capital & Financial Services Limited to determine materiality of events or information which could impact the investment decisions and facilitate dissemination of information to the Stock Exchange(s).

The requirements under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been considered while drafting this Policy. The Policy applies in respect of disclosure of material events occurring within the Company.

Objective

This Policy shall stand as a guiding charter for the Board of Directors, Key Managerial Personnel and senior management to identify particular event/ information as material, its categorization, timely and adequate disclosure and thereby to avoid establishment of false market to enable the investors to take informed decision with regard to the securities of the Company.

Definitions

In this Policy, unless the context otherwise requires:

- i. "Board of Directors" means Board of Directors of the Company;
- ii. "Company" means S.I.Capital & Financial Services Limited;
- iii. "Key Managerial Personnel" or "KMP" shall have the meaning assigned to it under the Companies Act, 2013 as amended from time to time;
- iv. "Listing Regulations" means the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time;
- v. "Officer" shall have the same meaning assigned to it under the Companies Act, 2013 as amended from time to time and shall also include the promoter(s) of the Company;
- vi. "Stock Exchange" means BSE Limited where the securities of the Company are listed.

All other words and expressions used and not defined in these Policy, but defined in the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

Authorized Persons

The following KMPs are severally or jointly authorized by the Board of Directors for the purpose of determining materiality of an event or information and for making disclosures to the Stock Exchange ("**Authorized Person(s)**"):

- a. Managing Director;

- b. Chief Financial Officer; and
- c. Company Secretary.

The events categorized in this Policy are only indicative in nature. There may be a likelihood of some unforeseen events emerging due to the prevailing business scenario from time to time. Hence, the relevant Authorized Person should exercise his/her own judgement while assessing the materiality of events associated with the Company. In case the relevant Authorized Person perceives any doubt regarding materiality, he/she may consult Chairman or any other Director before disclosing the information to the Stock Exchange.

Guidelines/ Criteria for determination of Materiality of Events/ Information

Following criteria shall be considered for determination of materiality of events/ information:

- i. the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- ii. 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;
- iii. In case where the criteria specified above are not applicable, an event/ information may be treated as being material if in the opinion of the Board of Directors, the event/ information is considered material.

Events which are deemed to be material events

The Company shall disclose all events which are specified in Para A of Part A of Schedule III of the Listing Regulations without any application of the guidelines for Materiality.

Events which are dependent on application of guidelines for Materiality

The Company shall disclose all material events pertaining to itself specified in Para B of Part A of Schedule III of the Listing Regulations subject to application of guidelines for materiality.

Other Events

Any other events/information which shall be considered material upon application of any the following guidelines shall be disclosed to the Stock Exchange within 24 hours of determination of materiality by the Board or authorized persons, as the case may be.

- i. any other information/event which is likely to affect business;
- ii. any other information which is exclusively known to the Company which may be necessary to enable the members of the Company to take informed decision; or
- iii. any other information which may be necessary to avoid the establishment of a false market in securities of the Company.

Guidelines on occurrence of an event/ information

The timing of occurrence of an event shall be ascertained to ensure adequate disclosure of the same to the Stock Exchange. It may either be depend upon the stage of discussion, negotiation or approval and in other instances, upon the timing the Company became aware of the event/ information.

In the former, the event/ information can be said to have occurred upon receipt of approval of Board of Directors and in certain events, after receipt of Board of Directors and the Members. In case of Price Sensitive Information, disclosure shall be forthwith made on receipt of approval by the Board of Directors.

In the latter, the events/information can be said to have occurred when the Company becomes aware of the same, 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.

Website Updation

The Company shall disclose on its website all such events or information which has been disclosed to stock exchange under Listing Regulations and this Policy and it shall be hosted on the website for a minimum period of five years and thereafter as per the archival policy of the Company. This Policy shall also be disclosed on the Website of the Company.

Amendment

The Board of Directors shall be empowered to amend, modify, and interpret this Policy and it shall be effective from such date that the Board may notify in this behalf. The decision of the Board of Directors with regard to all matters relating to this Policy shall be final and binding on all concerned. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

This Policy is subject to the applicable prevailing law and if there is any inconsistency between any of the provisions of this Policy and applicable law, the applicable law shall prevail.