



POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

BACKGROUND & OBJECTIVE

Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 require every listed company, whose specified securities are listed on recognised stock exchange, to frame policy for determination of materiality of events and informations, duly approved by Board of Directors.

The objective of this policy are:

- 1) To determine materiality of events and information for the purpose of disclosure to stock exchange as required under Listing Regulations.
- 2) To ensure that information declared by Company to Stock Exchange is accurate, timely and transparent.
- 3) To assist relevant employees of the company in identifying any potential material event and information and reporting the same to authorised persons, in terms of sub-regulation (5) of Regulation-30, for determining the materiality of said event or information and for making necessary disclosure to stock exchange(s).

POLICY

Applicability

The policy is applicable to all disclosures and communication of material events under Regulation 30 of the Listing Regulations, to the Stock Exchanges.

Regulation 30 of the Listing Regulations mandates disclosure of all deemed material events to the Stock Exchanges. These events have been specified in Para A of Part A of Schedule III.

For disclosure of certain events as specified in Para B of Part A of Schedule III to the Stock Exchanges the criteria, as specified in this policy, shall be considered by the Board for determining whether the events are material or not.

Definitions

- i) **“Act”** means the Companies Act, 2013, Rules framed thereunder and any amendments thereto;
- ii) **“Company”, “This Company”, “The Company”** wherever occur in the policy shall mean “Dhanuka Infra Realty Limited” (Formerly known as Dhanuka Realty Limited).



DHANUKA INFRA REALTY LIMITED

(Formerly known as Dhanuka Realty Limited)

5th Floor, Plot No. C212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Ph: 0141-4014792 Email: cs@dhanukarealty.in , * www.dhanukarealty.in *CIN-L45201RJ2008PLC025705



iii) “**Key Managerial Personnel**” shall have the same meaning as defined under the Companies Act, 2013.

iv) “**Material events or information**” means events or information as defined under Part A and B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended from time to time.

v) “**Listing Regulations**” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto;

vi) “**Policy**” or “**This Policy**” means, “Policy for determination of materiality of events or information.”

Interpretation

Terms that have not been defined in this policy shall have the same meaning assigned to them under the Companies Act, 2013, SEBI Act, 1992 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Criteria for determining materiality of events or information

(i) The listed entity shall consider the following criteria for determination of materiality of events/information:

(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

(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:

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) In case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, an event or information may be treated as being material if in the opinion of the board of directors of the listed entity, the event or information is considered material.



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Timeline for disclosure

The listed entity shall disclose to the stock exchange(s) all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case not later than the following:

1. thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken

Provided that 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 listed entity shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting.

Provided further that 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.

2. twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity,

3. twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity

Provided that 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:

Provided further that disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines:

Authorised person to determine materiality of event/information

All the Executive Directors, Chief Financial Officer and Company Secretary of the company are severally authorized:

- a) To decide the materiality of any event which may qualify for disclosure and settle any interpretation issue relating thereto.
- b) To review and finalize the details to be disclosed to the Stock Exchanges.



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- c) To determine the occurrence of an event to be reported to the Stock Exchanges with in time specified under the Listing Regulations.
- d) To finalize the required disclosures to be made to the Stock Exchanges.
- e) To consider the events, which may require disclosures to be made to the Stock Exchanges.
- f) To provide specific and adequate reply on behalf of the Company to all queries raised by the Stock Exchanges with respect to any events.
- g) All such disclosures shall either be duly signed by MD or Group CFO or Company Secretary of the Company.
- h) The Senior Management Personnel and such other persons, as determined by the aforesaid authorized persons shall be relevant employees for the purpose of this policy,

Amendment

The policy shall be amended as required from time to time in case of any changes in the Act and the rules made thereunder.



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