

# **ISGEC HEAVY ENGINEERING LIMITED**



**POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION**  
**(Last amended on July 08, 2025)**

**POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION**  
**(In pursuance to Regulations 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations, 2015))**

**INTRODUCTION**

1. This Policy aims for disclosure of material events or information of the Company to the Stock Exchange(s) where the equity shares of the Company are listed, in compliance with the provisions of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”).
2. The Board, in its meeting held on January 30, 2016, approved this Policy and thereafter amended it in its Board Meetings held on November 09, 2020 and August 11, 2023, for determination of materiality of events or information and disclosure thereof to the Stock Exchange(s).

**POLICY:**

The Company shall disclose to the Stock Exchange(s) all events or information, as specified below:

- A. Events or information specified in Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations will be disclosed based on application of materiality criteria.
- B. Events or information specified in Para A of Part A of Schedule III of Regulation 30 of the Listing Regulations will be disclosed without any application of the guidelines for materiality.

**CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENT OR INFORMATION:**

The following criteria will be applicable for determining materiality of event or information:

- a) the omission of an event or information which is likely to:
  - i. result in a discontinuity or alteration of an event or information already available publicly;  
or
  - ii. result in significant market reaction if the said omission came to light at a later date;
- b) 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 (02%) of turnover, as per the last audited consolidated financial statements of the Company; or
  - ii. two percent (02%) of net worth, except in case of the arithmetic value of the net worth is negative, as per the last audited consolidated financial statements of the Company;
  - iii. five percent (05%) of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company.

Accordingly, any impact exceeding the lower of i., ii. or iii. above, with an annual impact in value, will be considered for the above purposes.

- c) In case the event or information is not covered above but in the opinion of the Board of Directors of the Company, the event or information is material.

### **DISCLOSURE OF EVENT OR INFORMATION OF SUBSIDIARIES:**

The Company shall disclose all events or information with respect to subsidiaries, which are material for the Company.

### **OTHER GUIDELINES FOR DISCLOSURE(S):**

1. In case an event or information is required to be disclosed in terms of the Regulation 30 of Listing Regulation, in accordance with the receipt of a communication from any regulatory, statutory, enforcement or judicial authority ("Authority"), the Company shall disclose such communication, along with the event or information, unless prohibited by such Authority to do so.
2. The Company will strive to confirm, deny or clarify any reported event or information in the mainstream media, which is not general in nature and indicates that rumours of an impending specific material event or information that are circulating amongst the investing public and provide the current stage of such event or information.

### **AUTHORIZED KEY MANAGERIAL PERSONNEL FOR DISCLOSURE(S):**

1. Mr. Kishore Chatnani, Whole-time Director & CFO and / or Mr. Kalyan Ghosh, Chief Legal Officer and Compliance Officer, will act as the custodians of the disclosure process of any event and information under Listing Regulations and designated as Authorized Persons, whose contact details are as under:

Mr. Kishore Chatnani  
Whole-time Director & CFO  
Contact No. +91-120-4085405  
E-mail id.: [chatnani@isgec.com](mailto:chatnani@isgec.com)

Mr. Kalyan Ghosh  
Compliance Officer  
Contact No. +91-120-4085475  
E-mail id.: [cs@isgec.com](mailto:cs@isgec.com)

2. The Senior Management Personnel and such other employees / persons, as determined by the aforesaid Authorized Persons / the Board of Directors, shall be relevant employees for the purpose of this policy, to identify potential event or information pertaining to their functional roles and report the same to the aforesaid Authorized Persons, for determining the materiality of the said event or information and for making the disclosures to the stock exchange(s).

### **TIMELINES FOR DISCLOSURE:**

The Company shall disclose all events or information within the timelines specified in the Listing Regulations and circular issued by the SEBI from time to time.

### **GENERAL:**

1. The Authorized Key Managerial Personnel may review the Policy from time to time. Requisite / Necessary changes in this Policy will be approved by the Board of Directors.
2. This policy is disclosed on the website of the Company (i.e., [www.isgec.com](http://www.isgec.com)).