



EMCURE PHARMACEUTICALS LIMITED

POLICY FOR DETERMINING MATERIALITY OF EVENTS AND INFORMATION FOR DISCLOSURES

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Introduction:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**SEBI Listing Regulations**”) *inter-alia* requires companies whose securities are listed on the Stock Exchanges to make disclosures of certain events in a timely manner, to enable the holders of securities to apprise its position and to avoid the establishment of a false market. This Policy for Determining Materiality of Events and Information for Disclosures (the “**Policy**”) has been formulated in accordance with the guidelines laid down under Regulation 30 of the SEBI Listing Regulations, with respect to disclosure of events and information. The Policy has been duly approved by the Board of the Emcure Pharmaceuticals Limited (the “**Company**”).

Scope:

The Company is committed to being open and transparent with all its stakeholders and believes in disseminating information in a fair and timely manner. This Policy is aimed at providing guidelines to the Management of the Company to broadly classify, categorize and promptly and adequately disclose to the stock exchanges, the material events/information, in accordance with the SEBI Listing Regulations.

Disclosure Requirements:

- a) Notwithstanding anything mentioned in this Policy, the Company shall, at all times, disclose all such events or information pertaining to itself and/or its material subsidiary(ies), which are specified in Para A of Part A of Schedule III of the SEBI Listing Regulations (as may be applicable / amended from time to time), without any application of the guidelines for materiality as specified in this Policy or SEBI Listing Regulations.
- b) the Company shall, disclose all such events or information pertaining to itself and/or its material subsidiary(ies), which are specified in Para B of Part A of Schedule III of the SEBI Listing Regulations pursuant to this Policy based on application of criteria for materiality.

Criteria for determining materiality of certain events/information:

As per the requirement under the SEBI Listing Regulations, the Board of Directors of the Company, has laid down the following criteria for determination of materiality of an event or information for disclosure to the Stock Exchange(s) where the shares of the Company are listed:

- 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, which 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 Company;
 - (ii) two percent of net worth, as per the last audited consolidated financial statements of the Company, 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 Company;
- d) In case where the criteria specified in (a), (b) and c) are not applicable, an event or information may be treated as being material if in the opinion of the Board of Directors, the event or information is considered material.

Disclosure of Other Events:

In case of an event not indicated in Para A or Para B of Part A of Schedule III of SEBI Listing Regulations, but having material impact on the Company, as identified by the Board of Directors, adequate disclosures shall be made by the Company to the Stock Exchanges.

The Company shall disclose any other event or information as specified in Para C of Part A of Schedule III of SEBI Listing Regulations viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the Company which may be necessary to enable the holders of securities of the Company to appraise its position and to avoid the establishment of a false market in such securities.

Further, in accordance with the SEBI Listing Regulations, the Company shall first disclose to the Stock Exchange(s), all events or information which are material in terms of the provisions of this Policy as soon as reasonably possible and in any case not later than the following:

- (i) 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;
- (ii) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- (iii) twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company.

The Company shall make disclosure with respect to events for which timelines have been specified in the SEBI Listing Regulations, within such timelines.

In case the disclosure is made after the timelines specified under this Policy or the SEBI Listing Regulations, the Company shall, along with such disclosure provide the explanation for the delay.

Additionally, the Company shall disclose on its website all such events or information which has been disclosed to Stock Exchange(s) under this Policy, and such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the Archival Policy of the Company, as disclosed on its website. Further, the Company shall disclose all events or information with respect to subsidiaries which are material for the Company. In case an event or information is required to be disclosed by the Company in terms of the provisions of the SEBI Listing Regulations, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the Company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority.

Power to determine materiality:

The Managing Director & CEO, any Whole-time Director, Chief Financial Officer and Company Secretary & Compliance Officer of the Company ("Authorized Person") are severally authorised to determine the materiality of an event or information and for the purpose of making disclosure to the Exchanges.

The Authorized Person(s) shall have the powers and responsibilities as specified hereunder:

- a) to take a view on the materiality of an event or information which may qualify for disclosure and resolve any computation and interpretation issues whilst making the materiality assessment;
- b) to determine the appropriate time at which the disclosures are to be made to the Stock Exchanges, based on an assessment of actual time of occurrence of an event to be reported;
- c) to review and finalize the details to be disclosed;
- d) to make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations;
- e) to provide specific and adequate reply to all queries raised by the Stock Exchange(s) with respect to any event or information;
- f) to consider such other events that may require disclosure to be made to the Stock Exchange(s) which are not explicitly defined in the SEBI Listing Regulations and determine the materiality, appropriate time and contents of disclosure for such matters;
- g) to formulate operational guidelines for deployment of this Policy, if required.

Guidelines for identification and reporting material events by relevant employees:

Any identified potential material events or information shall promptly be reported by the relevant employees to identified Authorized Persons. Thereafter, Authorized Persons shall determine the

materiality of said events or information and make necessary disclosures to Stock Exchange(s). In case of any questions with respect to potential material events, the relevant employees may reach out to any Authorized Persons for seeking clarification.

Guidance on occurrence of event / availability of information:

- a) The timing of occurrence of an event and/or availability of information has to be decided on a case to case basis.
- b) In matters, materiality of which would depend on the stage of discussion, negotiation or approval, the event can be said to have occurred upon significant development therein or receipt of approval by the Board of Directors or shareholders, as the case may be for such disclosure.

Review of Policy:

This Policy shall be reviewed by the Board as may be deemed necessary and in accordance with any statutory /regulatory requirements. In case of any change/amendment in applicable statutes/regulations, the Policy shall stand revised to the extend thereto. This Policy shall be hosted on the website of the Company.

<i>Sr. No.</i>	<i>Version No.</i>	<i>Date of Approval</i>
<i>1.</i>	<i>Ver. 1 – Adoption of the Policy</i>	<i>December 15, 2023</i>