

BALMER LAWRIE INVESTMENTS LTD.

Policy for determination of materiality of events/information

Adoption date: 8th August, 2023

Amendment date: The Board of Directors vide resolution of even date had amended the Policy w.e.f. 13th February, 2025

A. PREAMBLE

1. This Policy shall be called “Policy for Determination of Materiality of Events/Information” (hereinafter referred to as “the Policy”) of Balmer Lawrie Investments Ltd. (hereinafter referred to as “BLIL”).
2. As per Regulation 30(4) of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the ‘Regulations’) the Company is required to frame a policy for determination of materiality, based on the criteria specified in this regard, which is duly approved by its Board of Directors and the same needs to be disclosed on its website.
3. The Company was formed as a Special Purpose Vehicle with no regular business activity and with the sole objective of holding the Equity Shares of Balmer Lawrie & Co. Ltd. (“the Subsidiary Company”). The major source of income of the Company is the dividend earned from its Subsidiary Company and the interest earned from deployment of surplus funds in short term funds/Fixed/Term Deposits.
4. Accordingly, BLIL herein sets out a Policy for determination of materiality of events/information and disclosure thereof.

B. OBJECTIVE OF THE POLICY

The objective of the Policy is to ensure continuous, adequate, accurate and timely disclosure of events/information by BLIL to the Stock Exchange(s) on an ongoing basis.

C. DETERMINATION OF MATERIALITY

Materiality has to be determined on a case to case basis depending on specific facts and circumstances relating to the event/information. In order to determine whether a particular event/information is material in nature, BLIL shall follow the criteria as enumerated hereunder:

- 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/information may be treated as being material, if in the opinion of the Board of Directors of the Company, the event/information is considered material.

D. CLASSIFICATION OF MATERIAL EVENTS/INFORMATION

1. The events/information as stated under Schedule III, Para A of Part A of the Regulations shall be disclosed to the Stock Exchange(s) **without any application** of the guidelines for materiality.
2. The events/information as stated under Schedule III, Para B of Part A of the Regulations shall be disclosed to the Stock Exchange(s) **upon application** of the guidelines for materiality.
3. 'Any other events/information' as stated under Schedule III, Para C of Part A of the Regulations shall be disclosed to the Stock Exchange(s).

E. DISCLOSURE OBLIGATIONS

- (i) All Senior Management Personnel/Officers of the Company shall be under an obligation to disclose material events/information to the Compliance Officer as soon as possible.

(ii) Upon receipt of information mentioned at serial E (i) above, the Compliance Officer of the Company shall make disclosure of the material events/information to the Stock Exchange(s) with information to Non-Executive Directors (Ex-Officio).

(iii) The Compliance Officer shall disclose all material events/information within the timelines specified in the Regulations read with the Circular(s) issued by SEBI in this regard from time to time.

F. As per Regulation 30(5) of the Regulations, The Company Secretary and any one of the Directors are severally authorised for the purpose of determining materiality of an event/informations and for the purpose of making Disclosures to Stock Exchange(s) under Regulation 30 and Regulation 30A of the Listing Regulations.

G. AMENDMENT/MODIFICATION THEREOF

Any subsequent amendment/modification in the Listing Regulations or any other governing Act/Rules/regulations or re-enactment, impacting the provisions of this Policy, shall automatically apply to this Policy and the relevant provision(s) of this Policy shall be deemed to be modified and/or amended to that extent, even if not incorporated in this Policy.

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