

MEGA NIRMAN & INDUSTRIES LIMITED

POLICY FOR DETERMINATION OF MATERIAL EVENTS AND DISCLOSURES

(Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015 and relevant amendments)

1. PREAMBLE

This Policy for Determination of Material Events and Disclosures (“Policy”) has been formulated in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”), read with the latest amendments, and is intended to ensure timely and adequate disclosure of material events and information by **Mega Nirman & Industries Limited** (“the Company”).

The Policy ensures that stakeholders receive transparent, accurate, and timely information in compliance with LODR, ICDR, and other applicable SEBI Regulations.

2. OBJECTIVE OF THE POLICY

- To define guidelines for identifying material events/information.
 - To ensure prompt disclosure to the Stock Exchange(s).
 - To comply with regulatory requirements and maintain good governance standards.
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3. DEFINITIONS

“Material Event” means any information or occurrence that is likely to impact the Company’s performance, operations, stock price, or investor decision-making, as prescribed under Regulation 30 of LODR Regulations.

“Board” means the Board of Directors of the Company.

“Key Managerial Personnel (KMPs)” refers to the Managing Director, CEO, CFO, Company Secretary, or any other officer authorized by the Board.

4. DISCLOSURES OF EVENTS DEEMED MATERIAL (MANDATORY DISCLOSURES)

The Company shall mandatorily disclose the following events without applying any materiality test, as prescribed under **Schedule III, Part A of LODR Regulations**:

1. Acquisition, scheme of arrangement, sale of divisions, or sale of subsidiary.
2. Issuance or forfeiture of securities, buyback, split, bonus issue, rights issue.

3. Outcome of Board Meetings related to dividends, financial results, fund raising, buyback proposals, etc.
4. Fraud/defaults by the Company or its subsidiaries.
5. Change in Directors, KMPs, Auditors, or Compliance Officer.
6. Corporate actions including mergers, demergers, restructuring, or agreements.
7. Litigation or regulatory actions with material impact.
8. Any event as specified by SEBI from time to time.

5. DISCLOSURES BASED ON MATERIALITY (SUBJECT TO MATERIALITY TEST)

The following events shall be disclosed based on application of the **materiality criteria** specified under Regulation 30(4):

- Disruption of manufacturing/operations.
- Change in accounting policies.
- Product recalls.
- Granting of guarantees or indemnities.
- Any other event that may affect the Company's financials or performance.

6. CRITERIA FOR DETERMINATION OF MATERIALITY

Events shall be considered material if:

- a) The event impacts 10% or more of the turnover, net worth, or profit after tax as per the last audited financials; or
- b) It influences investor decisions or is likely to affect the Company's stock price; or
- c) The Board or KMPs believe it to be material.

(Thresholds may be modified based on SEBI's latest amendments.)

7. TIMELINES FOR DISCLOSURE

Disclosures shall be made to Stock Exchanges:

- **Within 30 minutes** of conclusion of the Board Meeting for matters specified under Regulation 30(6).
- **Within 24 hours** of occurrence of the event for all other disclosures.
- Delay in disclosure must be accompanied with a valid explanation.

8. AUTHORITY FOR DETERMINING MATERIALITY

The Board authorizes the following KMPs to determine materiality and make disclosures:

- Managing Director / CEO
- CFO
- Company Secretary (Designated Compliance Officer)

Any two of the above KMPs shall jointly decide whether an event is material.

9. DISCLOSURE ON WEBSITE

As per Regulation 46 of LODR, all disclosures made to Stock Exchanges under Regulation 30 shall be placed on the Company's website and retained for a **minimum of 5 years**, after which they may be archived.

10. POLICY REVIEW & AMENDMENTS

The Policy shall be reviewed periodically to ensure compliance with amendments to the LODR Regulations, ICDR Regulations, or any other SEBI directives. The Board reserves the right to amend or modify the Policy at any time.

11. APPROVAL AND EFFECTIVE DATE

This Policy has been approved by the Board of Directors at its meeting held on **06th November, 2025**, and is effective from 06.11.2025.
