

# POLICY ON DETERMINATION OF MATERIALITY FOR DISCLOSURES

INDIA HOME LOAN LIMITED  
504/504A, 5th Floor, Nirmal Ecstasy, Jatashankar Dossa Road, Mulund (W), Mumbai-  
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### **1. Preamble :**

The following Policy, with the Guidance Manual, approved by the Board of Directors of **INDIA HOME LOAN LIMITED** (the "Company") provides an overall framework for disclosure of information or events of the Company pursuant to Regulation 30 and Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). This Policy is subject to the Board's review and changes, as may be appropriate, in conformity with the requirements of the SEBI LODR Regulations, as amended from time to time.

### **2. Purpose and Objective :**

The purpose of this Policy is to facilitate timely and adequate disclosure of material information or events which are unpublished and price sensitive, have a bearing on performance or operations of the Company or may result in a significant market reaction in the price of securities of the Company if the omission comes to light at a later date. This policy is based on the principles governing the disclosures as stated in the SEBI LODR Regulations and further lays down the guidelines for determining the materiality thresholds with respect to certain events or information of the Company as permitted under the SEBI LODR Regulations.

### **3. Definitions :**

**"Act"** means the Companies Act, 2013 and rules made thereunder and include any amendment(s)/modification(s) thereof.

**"Audit Committee/Committee"** means Committee of Board of Directors of the Company constituted as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013.

**"Key Managerial Personnel"**(as defined in Section 2(51) of the Companies Act, 2013),in relation to the Company, means –

- i. Chief Executive Officer or the Managing Director or the Manager
- ii. Company Secretary
- iii. Whole Time Director
- iv. Chief Financial Officer and
- v. Such other officer as may be prescribed by the Government.

**"Policy"** means this policy on criteria for determining materiality of events or information and as may be amended from time to time.

**"Material Event"** or **"Material Information"** means such event or information as set out in the Annexure A or Annexure B, as may be determined in terms of clause 5.2 of the Policy. In the Policy, the words "Material" or "Materiality" shall be construed accordingly.

"**Promoter**" means a promoter as defined under clause (za) of sub-regulation (1) of regulation 2 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

"**SEBI Listing Regulations**" mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

"**Stock Exchange (s)**" means the stock exchange(s) where the Securities of the Company are listed;

#### **4. APPLICABILITY**

This policy shall be applicable to prospective events or information arising on or after the date of the approval of the Policy and shall not be applicable to past events.

#### **5. POLICY**

##### **5.1 Criteria for Materiality :**

The Company shall consider the criteria as specified in clause (i) of sub-regulation 4 of Regulation 30 of the SEBI Listing Regulations for determination of materiality of events / information.

##### **5.2 Material Events or Information :**

Following are the Events and Information shall be considered Material for the purpose of this policy :

- a) Events & information specified in Annexure A;
- b) Events & information specified in Annexure B, based on application of the criteria for materiality as specified in Para 5.1 of this Policy;
- c) Any other information/event 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;
- d) Events and information as specified by the Securities and Exchange Board of India from time to time;
- e) Events or information which, in the opinion of the Board of Directors of the Company, are material and relevant.

##### **5.3 Disclosure of Events or Information :**

a. The Company shall disclose to stock exchange(s) of all Material Events and/or Information, as specified in Para 5.2 of this Policy as soon as reasonably possible and not later than twenty four hours from the occurrence of such event or information.

b. In case the disclosure is made after twenty four hours of occurrence of the Material Event and/or Information, the Company shall, along with such disclosures provide explanation for delay.

c. Disclosure of Material Events and/or Information specified in sub-para 5 of Annexure A shall be made within thirty minutes of the conclusion of the meeting of the Board of Directors.

d. The Company shall make disclosures updating material developments on Material events and/or Information on a regular basis, till such time the event is resolved / closed, with relevant explanations;

e. The Company shall disclose on its website all such events and/or information which has been disclosed to Stock Exchange(s) under this Policy. Such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter archived as per the Preservation and Archival of Documents Policy of the Company.

f. The Company shall provide specific and adequate reply to all queries raised by Stock Exchange(s) with respect to any events or information.

#### **5.4 Authorized Personnel :**

a. The Managing Director in consultation with Legal Head shall determine the materiality of an event or information conformably with the foregoing policy for the purpose of making disclosures of Material Events and/or Information to Stock Exchange(s).

b. The Compliance Officer shall make such disclosures to the Stock Exchange(s) on direction of the Managing Director;

c. The contact details of the Compliance Officer who shall act as co-ordinator between the Managing Director and the Stock Exchange(s) shall be disclosed to the Stock Exchange(s) and as well as on the Company's website.

#### **6. DISSEMINATION OF POLICY:**

As per the provisions of the Listing Regulations, the Policy shall be disclosed on the Website of the Company.

#### **7. CONTACT DETAILS :**

Any Questions or Clarifications about the policy or disclosures made by the Company should be referred to the Company on the below mention contact.

##### **Contact Details :**

##### **India Home Loan Limited**

Add : 504/504A,5th Floor,Nirmal Ecstasy,

Jatashankar Dosa Road, Mulund (West)

Mumbai – 400080, Maharashtra India

Contact : 022-25683353/54/55

## ANNEXURE A

Events which shall be disclosed without any application of the guidelines for materiality

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the Company or any other restructuring.

Explanation.- For the purpose of this sub-para, the word 'acquisition' shall mean,-

i. acquiring control, whether directly or indirectly; or,  
ii. acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that –

a) the Company holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;

b) There has been a change in holding from the last disclosure made under sub-clause (a) of clause

(ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.

2. The Company holds shares or voting rights aggregating five per cent or more of the shares or voting rights in the company and there is change in holding from the last disclosure exceeding two per cent of the total shareholding or voting rights in the said company.

3. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.

4. Revision in Rating(s).

5. Outcome of Meetings of the board of directors : The Company shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following: a) dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched; b) any cancellation of dividend with reasons thereof; c) the decision on buyback of securities; d) the decision with respect to fund raising proposed to be undertaken e) increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched; f) reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to; g) short particulars of any other alterations of capital, including calls; h) financial results; i) decision on voluntary delisting by the Company from stock exchange(s).

5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the Company), agreement(s)/treaty (ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.

6. Fraud/defaults by promoter or key managerial personnel or by Company or arrest of key managerial personnel or promoter.
7. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer , Company Secretary etc.), Auditor and Compliance Officer.
8. Appointment or discontinuation of share transfer agent.
9. Corporate debt restructuring.
10. One time settlement with a bank.
11. Reference to BIFR and winding-up petition filed by any party / creditors.
12. Issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the Company.
13. Proceedings of Annual and extraordinary general meetings of the Company.
14. Amendments to memorandum and articles of association of Company, in brief.
15. Schedule of Analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors;

## **Annexure B**

Events which shall be disclosed upon application of the criteria for materiality specified in Para 5.1 of the policy

1. Change in the general character or nature of business brought about by arrangements for strategic, technical, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
2. Contracts not in the normal course of business.
3. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.
4. Disruption of operations of any one or more units or division of the Company due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
5. Effect(s) arising out of change in the regulatory framework applicable to the Company
6. Litigation(s) / dispute(s) / regulatory action(s) with impact.
7. Fraud / defaults etc. by Directors (other than key managerial personnel) or employees of the Company.
8. Options to purchase securities including any ESOP/ESPS Scheme.
9. Giving of guarantees or indemnity or becoming a surety for any third party.
11. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.