
Credo Brands Marketing Limited

**Policy for Determination
of Materiality of Events**

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS

1. LEGAL FRAMEWORK:

In terms of the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“**SEBI LODR Regulations**”), every listed entity shall have a policy for determination of materiality of events (“**Policy**”) based on the criteria specified under the SEBI Listing Regulations.

Further, the Policy shall not dilute any requirement specified under the provisions of SEBI Listing Regulations.

The Policy shall also assist the relevant employees of the listed entity in identifying any potential material event or information and reporting the same to the Key Managerial Personnel, as authorized under the SEBI LODR Regulations, for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s).

In terms of the aforesaid provisions, this Policy has been formulated by the Board of Directors (the “**Board**”) of Credo Brands Marketing Limited (the “**Company**”), which comes into effect from June 26, 2023.

2. PURPOSE OF THE POLICY:

The purpose of this Policy is to determine materiality of events and information based on the criteria specified under SEBI LODR Regulations and to ensure that the Company makes disclosure of events / information specified in para A and B of Part A of Schedule III of SEBI LODR Regulations. Any amendment / change in this Policy shall require approval from the Board of the Company.

3. AUTHORITY FOR DECIDING MATERIALITY OF EVENT OR INFORMATION:

The Managing Director of the Company (“**Authorised Person**”) is authorised to decide on the materiality of an event or any information. The Chief Financial Officer and / or the Company Secretary are hereby authorised severally to make necessary disclosures of any such event or information at appropriate time to stock exchange(s) on which the shares of the Company are proposed to be listed and/or

listed. The Authorised Person is also empowered to decide all events or information with respect to subsidiary companies, if any, which are material for the Company and making disclosure of such information at appropriate time to stock exchange(s).

The Board shall from time to time determine and appoint / remove one or more eligible persons to undertake any of the aforesaid activities.

4. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENT OR INFORMATION:

As per the provisions of SEBI LODR Regulations, the materiality of event or information shall be determined based on the following criteria:

- (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:
 - (1) two percent of turnover, as per the last audited consolidated financial statements of the Company;
 - (2) 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;
 - (3) 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 sub-clauses (a), (b) and (c) is not applicable, an event or information may be treated as being material if in the opinion of the Board of Directors of the Company, the event or information is considered material.

5. DISSEMINATION OF INFORMATION TO STOCK EXCHANGE(S):

The Chief Financial Officer and / or the Company Secretary of the Company shall disseminate information to stock exchange(s) in the manner and to the extent as approved by the Authorised Person.

The disclosure of events or information to stock exchange(s) shall be in the form and manner as prescribed under the SEBI LODR Regulations.

6. REVIEW AND AMENDMENTS

Subject to the applicable laws, the Board may amend this Policy from time to time. In the event of any conflict between the provisions of this Policy and the SEBI LODR Regulations and other applicable laws, the later shall prevail.

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