



Digicontent Limited

**POLICY FOR DETERMINING MATERIALITY OF
EVENTS/INFORMATION FOR DISCLOSURE TO STOCK EXCHANGES**

1.0 OBJECTIVE

- 1.1** This Policy may be called the '*Policy for determining materiality of events/information for disclosure to stock exchanges*' (the '**Policy**').
- 1.2** The Policy is framed to lay principles for determination of materiality of events/information for the purpose of disclosure to stock exchanges where the securities of Digicontent Limited (**'the Company'**) are listed, in accordance with, and to comply with the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**).
- 1.3** The Policy has been approved by the Board of Directors (**'the Board'**) on 18th April, 2019 and was further amended by the Board on 24th July, 2023.

2.0 DEFINITIONS

The capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Companies Act, 2013, Rules made thereunder and/or the Listing Regulations (**'collectively referred to as Statutory Provisions'**), as the case may be.

3.0 MATERIAL INFORMATION/EVENTS

- 3.1** Events/information specified in Para A of Part A of Schedule III of the Listing Regulations shall be deemed to be material events/information and the Company shall make disclosure of such events/information to the stock exchanges.
- 3.2** Events/information specified in Para B of Part A of Schedule III of the Listing Regulations shall be considered 'material' on the basis of the criteria specified by SEBI from time to time, presently being the following:
- (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
 - (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.

Provided that in the event the above stated criteria is updated consequent to any amendments in the Listing Regulations, the same shall be brought to the notice of the Board.

3.3 The Company shall disclose the events or information with respect to its subsidiary companies which are material for the Company.

3.4 In case of an event/information where materiality thresholds prescribed in para 3.2 above are not applicable, the Company may make disclosure of the same, if in the opinion of the Board of the Company, the event/information is considered material.

3.5 Any two of Chief Executive Officer, Chief Financial Officer and Company Secretary acting jointly, shall determine the materiality of any event/ information basis the criteria prescribed in Regulation 30(4)(i) of Listing Regulations and disclose the same to the stock exchanges.

4.0 DISCLOSURE

The Company shall host the Policy on its website www.digicontent.co.in.

5.0 REVIEW / AMENDMENT

The Policy can be amended, abrogated or modified by the Board, from time to time.