

HeidelbergCement India Limited

Policy for Determination of Materiality of Events/Information

1. Background

The Company believes in principles of fair disclosure and transparency and recognises that timely disclosure of relevant information to the investors is important to protect their interest. Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires every listed company to formulate a policy for determination of materiality of events/information (the “Policy”) which shall be duly approved by its Board of Directors. Accordingly, this Policy has been formulated for determination of materiality of events/information in order to enable the Company to classify, categorize and promptly disclose material events/information to the Stock Exchanges in accordance with the Listing Regulations.

2. Definitions

- I. “Board” means the Board of Directors of the Company.
- II. “Company” means HeidelbergCement India Limited.
- III. “Listing Regulations” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendment thereto and/or modification thereof from time to time, and includes any circulars, guidelines, and directions issued thereunder or in relation thereto.
- IV. “Policy” means Policy for determination of materiality of events/information.
- V. “Authorized Persons” means Managing Director, Wholetime Director, Chief Financial Officer and Company Secretary of the Company.
- VI. “Material Events/Information” means events/information determined as material based on application of the criteria specified under Regulation 30(4) of the Listing Regulations.

3. Determination of Material Events

- (a) The Company is required to make disclosure of any event/information which, in the opinion of the Board of the Company, is material.

- (b) Events/information specified in Para A of Part A of Schedule III are deemed to be material events and the Company is required to make disclosure of such events.
- (c) The Company is required to make disclosure of material events, including events specified in Para B of Part A of Schedule III, based on application of the guidelines for materiality as specified in Regulation 30(4) of Listing Regulations.
- (d) Any other information/event as specified in Para C of Part A of Schedule III of the Listing Regulations.

The Company shall disclose to the Stock Exchanges all such events/information which are construed as material in terms of the provisions of Regulation 30 of the Listing Regulations, within such timeline as prescribed in terms of the Listing Regulations.

4. Disclosure of Material Events/Information

- (i) Any two of the Authorised Persons may jointly determine the materiality of an event/information, wherever applicable classify it as a material event/information and decide the appropriate time of its disclosure to the Stock Exchanges. The Authorised Persons shall be severally authorised to make requisite disclosures to the Stock Exchanges. Such events shall be disclosed as soon as reasonably possible and in any case not later than timelines specified in the Listing Regulations from the occurrence of the event/information and in case such disclosure(s) is made after the specified timelines, the Company shall explain such delay.
- (ii) The Authorised Persons shall form their opinion regarding the materiality of an event/information on a case-to-case basis taking into account the factors such as the nature of the information or event, specific facts and circumstances etc., while determining the materiality of an event/information.
- (iii) The disclosures made under Regulation 30 of the Listing Regulations and such other disclosures as may be required from time to time, shall be hosted on the website of the Company (www.mycemco.com) and simultaneously communicated to the Stock Exchanges within the permitted timelines. All disclosures shall be available on the website of the Company for at least 5 (five) years.

5. Amendment to the Policy

The Board may amend or modify this Policy, in whole or in part, at any time without assigning any reason whatsoever. However, in case of amendments made by SEBI in Listing Regulations which are mandatory in nature, the Company Secretary shall forthwith incorporate the requisite amendment in this Policy with the prior approval of the Managing Director.