



## **Dhani Services Limited**

Registered Office: 1/1E, First Floor, East Patel Nagar, New Delhi – 110 008

CIN: L74110DL1995PLC069631

Email: [support@dhani.com](mailto:support@dhani.com), Tel: 011-41052775, Fax: 011-42137986,

Website: [www.dhani.com](http://www.dhani.com)

### **POLICY ON DETERMINATION OF MATERIALITY**

Approving Body	Board of Directors vide resolution dated January 20, 2016
Reviewed on	January 25, 2017 by Board of Directors August 10, 2023 by Management Committee of the Board of Directors
Key Managerial Personnel for this policy	Anyone of the Whole-time Directors along with Chief Financial Officer or Company Secretary.

#### **SCOPE AND PURPOSE**

The Securities Exchange Board of India (SEBI) on September 2, 2015, has notified the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations, 2015) (hereafter referred to as Regulations).

Regulation 30 requires the Company to frame and adopt a policy to determine the material events by testing the materiality for the purpose of proper, sufficient and timely disclosure of the same to the stock exchanges.

Accordingly, this Policy on Determination of Materiality had been approved and adopted by the Board of Directors of Dhani Services Limited (henceforth referred to as DSL or the Company) at its meeting held on January 20, 2016 and reviewed by the Board of Directors of the Company at its meeting held on January 25, 2017 and by the Management Committee of the Board of Directors of the Company at its meeting held on August 10, 2023.

#### **APPLICABILITY**

This Policy shall be applicable to all events relating to the Company, as and when they come under the criteria elucidated below.

This Policy shall be followed by the Company for the consistent, transparent, regular and timely public disclosure and dissemination of Unpublished Price Sensitive information.

## **KEY PRINCIPLES IN DETERMINING MATERIALITY**

The Company shall consider the following criteria for determination of materiality of event or information:

- (1) Events or information specified in Para A of Part A of Schedule III of Regulation shall be deemed to be material and such events shall be disclosed without any application of the guidelines of materiality.
- (2) In respect of events or Information specified in Para B of Part A of Schedule III of Regulation, the following criteria shall be applied for determination of materiality:-
  - (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:
    - (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;
  - (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.

## **ADMINISTRATIVE MEASURES**

- a. Anyone of the Whole-time Directors along with Chief Financial Officer or Company Secretary of the Company, being Key Managerial Personnel (KMPs), have been authorised to determine materiality of any event or information subject to the provisions of this policy. Any decision taken by them shall be valid and binding on the Company.
- b. The KMPs shall take into consideration the factors surrounding the particular information to take a view on whether the information is market sensitive or not.

## **INTERPRETATION**

This Policy for determination of materiality shall not dilute any requirement specified under the provisions of these regulations and the Company, within the specified timelines, shall disclose to the stock exchange(s) all events or information which are material in terms of the provisions of these regulations.

This Policy shall assist the relevant employees of the Company in identifying any potential material event or information and reporting the same to the authorized Key Managerial Personnel, for determining the materiality of the aforesaid event or information and for making the necessary disclosures to the stock exchange(s).

In any circumstance where the terms of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over these policies and procedures until such time as this Policy is amended to conform to the law, rule, regulation or standard.

## **AUTHORITY**

The Board of Directors or Management Committee of the Board of Directors of the Company is authorized to make such modifications and amendments to this Policy as may be considered appropriate, subject however, to the condition that such modifications/amendments shall not be inconsistent with the provisions of the Regulations.

\*\*\*\*\*