

Stardeck Finance Limited

POLICY ON DETERMINATION OF MATERIALITY FOR DISCLOSURE OF EVENTS AND INFORMATION

I. BACKGROUND AND APPLICABILITY OF THE POLICY:

Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') requires every listed entity to frame a policy for determining and disclosing the events or information which, in the opinion of the Board of Directors of a Company are material.

A. EVENTS WHICH ARE DEEMED TO BE MATERIAL EVENTS:

Regulation 30 of the Listing Regulations mandates disclosure of all deemed material events to the Stock Exchanges. These events have been specified in Para A of Part A of Schedule III of the Listing Regulations and shall be disclosed as applicable from time-to-time.

B. EVENTS WHICH ARE MATERIAL BASED ON APPLICATION OF GUIDELINES OF MATERIALITY:

For disclosure of certain events as specified in Para B of Part A of Schedule III to the Stock Exchanges the following criteria shall be considered by the Board for determining whether the events are material or not:-

Where the omission of an event or information:

- a) which is likely to result in discontinuity or alteration of event or information already available publicly; or
- b) is likely to result in significant market reaction if the said omission came to light at a later date; or
- c) 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 listed entity;
 - 2) **two percent of net worth**, as per the last audited consolidated financial statements of the listed entity, 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 listed entity.

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, the event or information is considered material.

Stardeck Finance Limited

II. DISCLOSURE OF EVENTS/ INFORMATION TO STOCK EXCHANGES

The Company shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of the Listing Regulations.

The Company shall also make disclosure of events / information as may be specified by the Securities and Exchange Board of India from time to time.

III. DISCLOSURE ON COMPANY'S WEBSITE

All such events/ information disclosed to Stock Exchanges shall be uploaded on the website of the Company pursuant to Regulation 46 of Listing Regulations for a minimum period of 5 years and thereafter as per the archival policy of the Company.

IV. GUIDANCE ON OCCURRENCE OF EVENT/ AVAILABILITY OF INFORMATION

- i) The timing of occurrence of an event and/or availability of information has to be decided on a case to case basis.
- ii) In case of natural calamities, disruptions etc. the events/ information can be said to have occurred when the Company becomes aware of the information.
- iii) In matters which would depend on the stage of discussion, negotiation or approval, the events/information can be said to have occurred upon receipt of approval by the Board of Directors or after receipt of approval of the Board of Directors and shareholders, as the case may be.

Sub-clause IV (i), (ii) and (iii) as mentioned above, shall be subject to guidance provided by the Securities and Exchange Board of India vide its circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, as amended from time to time.

V. IMPLEMENTATION

- i) To give effect to the requirements under the Listing Regulations, the Board has authorised the Team comprising of the Chief Financial Officer and the Company Secretary of the Company to determine the materiality of an event / information and disclose the same to the stock exchanges.
- ii) The employees of the Company having access to, or becoming aware of the occurrence of, an event and/or information which are referred in Para I (A) or (B) above shall report such event or information, as soon as possible, to the persons identified in Para V (i) above so as to enable them to determine the materiality of an event / information and disclose the same to the stock exchanges within specified timeline.

Stardeck Finance Limited

VI. REVIEW AND/ OR AMEND THE POLICY

The Policy may be reviewed and/or amended by the Board of Directors or the Audit Committee as and when required to ensure that it meets the objectives of the Statutory Provisions and remains effective.

In case of any conflict between the provisions of this Policy and of Statutory Provisions, the Statutory Provisions shall prevail over this Policy. Any subsequent amendment/ modification in the Statutory Provisions shall automatically apply to this Policy.

VII. DISSEMINATION OF POLICY

This Policy shall be hosted on the website of the Company.

(Last amended on 27th May, 2025)