



QGO FINANCE LIMITED

Policy for Determination of Materiality for Events/
Information and Disclosure thereof to the Stock Exchange

1. INTRODUCTION

The Securities and Exchange Board of India (SEBI) had issued and notified “SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”). The Listing Regulation inter-alia requires companies whose securities are listed on the Stock Exchange to determine the materiality of events or information, which could affect investment decision and ensure timely and adequate dissemination of information to Stock Exchanges.

2. OBJECTIVE:

The objective of this policy is to serve as a guiding charter to the management to ensure that timely and adequate disclosure of events or information are made to the investor community by the Company under the Listing Regulations, to enable them to take well informed investment decisions with regard to the securities of the Company.

3. EVENTS WHICH ARE DEEMED TO BE MATERIAL EVENTS:

The Company shall disclose all events, which are, specified in Para A - Part A of Schedule III of Listing Regulations (as applicable from time to time) without any application of the criteria for determination of materiality.

4. EVENTS WHICH ARE DEPENDENT ON APPLICATION OF GUIDELINES FOR MATERIALITY:

The Company shall disclose all such material events pertaining to events specified in Para B of Part A of Schedule III of the Listing Regulations subject to application of criteria for determination of materiality.

5. CRITERIA FOR DETERMINATION OF MATERIALITY OF CERTAIN EVENTS / INFORMATION:

- A. The Board of Directors of QGO Finance Limited (the Company), has laid down the following criteria for determination of materiality of an event or information for disclosure to the Stock Exchange(s) where the shares of the Company are listed:
- i. the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
 - ii. 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
 - iii. the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - a. two percent of turnover, as per the last audited standalone financial statements of the listed entity;
 - b. 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;
 - c. 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;

iv. 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 listed entity, the event or information is considered material:

B. The listed entity shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case not later than the following:

- i. thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken

Provided that in case the meeting of the board of directors closes after normal trading hours of that day but more than three hours before the beginning of the normal trading hours of the next trading day, the listed entity shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting:

Provided further that in case the meeting of the board of directors is being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of such meeting for the day on which it has been considered.

- ii. twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;
- iii. twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity:

Provided that if all the relevant information, in respect of claims which are made against the listed entity under any litigation or dispute, other than tax litigation or dispute, in terms of sub-paragraph 8 of paragraph B of Part A of Schedule III, is maintained in the structured digital database of the listed entity in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the stock exchange(s) within seventy-two hours of receipt of the notice by the listed entity

Provided further that disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines:

Provided further that in case the disclosure is made after the timelines specified under this regulation, the listed entity shall, along with such disclosure provide the explanation for the delay.

Explanation: Normal trading hours shall mean time period for which the recognized stock exchanges are open for trading for all investors

The policy will be reviewed by Board of Directors for approval, at least annually or as and when required.

6. AUTHORITY FOR DETERMINING MATERIALITY OF EVENT AND / OR INFORMATION

Pursuant to Regulation 30(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the following persons are authorized for the purpose of determining the materiality of any event or transaction or information and for the purpose of making disclosures to

Stock Exchange(s) and her contact details are as under:

Name	Designation	Contact details
Ms. Urmi Joiser	Company Secretary & Compliance Officer	Phone no: 022-49762795 Email: urmi.joiser@qgofinance.com
Ms. Rachana Singi	Managing Director	Phone no: 022-49762795 Email: rachana.singi@qgofinance.com
Mr. Alok Pathak	Chief Financial Officer	Phone no: 022-49762795 Email: alok.pathak@qgofinance.com

7. LIMITATION, REVIEW AND AMENDMENT

In the event of any conflict between the provisions of this Policy and of the Applicable Laws, the provisions of Applicable Laws shall prevail over this Policy. Any subsequent amendment / modification to the Applicable Laws shall automatically apply to this Policy. The Board may review and amend this Policy from time to time, as may be deemed necessary.