

## PC JEWELLER LIMITED

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### POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

#### 1) PREFACE

The Policy for Determination of Materiality of Events or Information has been framed in accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

#### 2) OBJECTIVE

The objective of this Policy is to determine materiality of events or information based on the criteria specified under Regulation 30 of Listing Regulations and to ensure that the Company shall make disclosure of such events or information to the Stock Exchanges in a timely manner.

#### 3) DEFINITIONS

3.1) “Act” means the Companies Act, 2013.

3.2) “Board” means the Board of Directors of the Company.

3.3) “Company” means PC Jeweller Limited.

3.4) “Policy” means Policy for Determination of Materiality of Events or Information.

3.5) “Stock Exchanges” means BSE Limited and National Stock Exchanges of India Limited, where shares of the Company are listed.

#### 4) DISCLOSURE OF MATERIAL EVENTS OR INFORMATION

The material events or information to be disclosed to the Stock Exchanges are broadly divided into the following categories:

4.1) The events or information as specified in Para A of Part A of Schedule III to Listing Regulations are deemed to be material events or information and shall be disclosed to the Stock Exchanges.

4.2) The events or information as specified in Para B of Part A of Schedule III to Listing Regulations will be disclosed to the Stock Exchanges based on application of the materiality criteria.

Materiality of any event or information as specified in Para B of Part A of Schedule III will be determined on a case to case basis depending upon specific facts and circumstances relating to the event or information. In order to determine materiality of any event or information, the Company shall consider the following criteria:

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)** In case where the criteria specified in aforesaid sub-clauses (a) and (b) are not applicable, the official(s) authorised to determine materiality of an event or information shall frame their opinion on a case to case basis, based on specific facts and circumstances relating to the event or information;

Provided that any event or information, which if disclosed is likely to put at risk the business interest of the Company, will not be disclosed. The Company to that extent will make qualified disclosure to the Stock Exchanges.

**4.3)** Any other information / event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the Company which may be necessary to enable the holders of securities of the Company to appraise its position and to avoid the establishment of a false market in such securities.

**4.4)** Without prejudice to the generality of clauses (4.1), (4.2) and (4.3) above, the Company may make disclosures of event or information as specified by Securities and Exchange Board of India from time to time.

#### **5) AUTHORITY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION**

Chief Financial Officer is authorized for the purpose of determining materiality of events or information as per this Policy.

#### **6) AUTHORITY FOR DISCLOSURE OF MATERIAL EVENTS OR INFORMATION**

Chief Financial Officer is authorized for making disclosure of material events or information to the Stock Exchanges. In his absence or unavailability, Company Secretary will make disclosure of material events or information to the Stock Exchanges.

#### **7) GENERAL**

**7.1)** All material events or information shall be disclosed to the Stock Exchanges, as soon as reasonably possible but not later than 24 hours from the occurrence of such event or information and in case the disclosure is made after the specified time, the Company shall along with such disclosures provide explanation for delay.

However, outcome of meetings of the Board as specified in Sub-Para 4 of Para A of Part A of Schedule III to Listing Regulations shall be made within 30 minutes of the conclusion of the meeting.

**7.2)** The Company shall disclose all events or information with respect to subsidiaries which are material for the Company.

**7.3)** After disclosure of material events or information to the Stock Exchanges, the same shall be placed on the website of the Company for a minimum period of 5 years and thereafter as per Archival Policy of the Company.

**7.4)** The Policy shall be disclosed on the website of the Company.

**8) SCOPE LIMITATION**

In the event of any conflict between the provisions of this Policy and of Listing Regulations / the Act or any other statutory enactments, rules and regulations, the provisions of Listing Regulations / the Act or statutory enactments etc. shall prevail over the Policy.

**9) AMENDMENT**

In case of any amendment(s), clarification(s) etc. in the Act, Listing Regulations or any other applicable law which are not consistent with this Policy, then such amendment(s), clarification(s) etc. would prevail over this Policy and the Policy shall stand amended accordingly.

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