

POLICY ON DETERMINATION OF MATERIALITY OF EVENTS

Amended and effective from 09.02.2026.

SIGNPOST INDIA LIMITED



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POLICY ON DETERMINATION OF MATERIALITY OF EVENTS

1. Scope of this Policy

Signpost India Limited (“the Company”) shall determine and disclose material events or information in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), ensuring that such disclosures are timely, accurate, and transparent. The Company shall apply a governance-led approach to assess materiality, considering the impact on stakeholders and the relevance to investors’ decision-making. The Company aims to uphold the highest standards of compliance and corporate integrity, ensuring that all material disclosures are made in good faith and in the best interest of its shareholders and the market at large.

2. Objective of this Policy

The Board of Directors of the Company has adopted the Policy on Determination of Materiality of Events (“Policy”) in line with the requirements provided under the SEBI Listing Regulations as amended from time to time.

The objectives of the Policy are as follows:

- a) To provide an overall governance framework for determination of materiality of events/information which require disclosure to the Stock Exchange(s);
- b) To ensure that the Company complies with the disclosure obligations under the SEBI Listing Regulations and Circulars, Guidance issued thereunder; and
- c) To ensure that adequate and timely information is provided to investors to enable them to take informed investment decision.

3. Materiality Assessment

- a) Any information or event, whether positive or negative, should be regarded as “material” if it meets the qualitative and/ or quantitative criteria for materiality set out in this Policy, or is deemed to be material under the Applicable Laws. Materiality will be determined on a case-to-case basis depending on specific facts and circumstances relating to the information/event, and Applicable Laws.
- b) In no case shall the definition of materiality be less expansive than those under the SEBI Listing Regulations.
- c) Events listed in Para A – Part A of Schedule III of the SEBI Listing Regulations, shall be deemed to be material and shall be disclosed without application of materiality criteria.



d) Events/information listed in Para B – Part A of Schedule III of the Listing Regulations, shall be considered material if it satisfies the materiality criteria stated below:

I. Qualitative Criteria

- a) the omission of such event or information is likely to result in discontinuity or alteration of event or information already available publicly; or
- b) the omission of such event or information is likely to result in significant market reaction if the said omission came to light at a later date; or

II. Quantitative Criteria

If the value or the expected impact in terms of value of such event or information exceeds the lower of the following:

- a) two percent of turnover, as per the Company's last audited annual consolidated financial statements;
- b) two percent of net worth, as per the Company's last audited annual consolidated financial statements, 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 Company's last three audited annual consolidated financial statements.

However, in certain instances, all of the three parameters specified above may not be relevant to an event. Applying the principle of *Reddendo Singula Singulis* (by assigning each one to each one) to the materiality provisions of the SEBI Listing Regulations, it can be said that since there are separate thresholds of 2% of turnover, 2% of net worth and 5% of average PAT, each of such values can be applied individually and a particular threshold would be relevant and applicable depending on the nature of the event/ information being assessed. For instance, any event which has an impact on the turnover or profits of the Company can be considered material by comparing the value of such event/ information with 2% of the consolidated turnover or 5% of the average PAT respectively.

Accordingly, for every event / information listed in Para B - Part A of Schedule III of the SEBI Listing Regulations, reference can be made to the Industry Standards Note or any other circular(s), FAQ(s) issued by SEBI or Stock Exchanges from time to time.

e) Notwithstanding anything stated above, the Board of Directors of the Company may prescribe any other criteria, from time to time, to determine materiality of events/information under this Policy. However, such criteria shall not dilute the requirements prescribed under the SEBI Listing Regulations.



4. Implementation

The Board has authorized the Chief Financial Officer (CFO) and the Company Secretary (CS) of the Company to determine jointly the materiality of an event /information and disclose the same to the Stock Exchanges.

In cases where the materiality of an event / information cannot be determined on the basis given above, the CFO and CS may consult the Managing Director / Executive Directors of the Company, as the case may be, before disclosing the event / information to the Stock Exchanges.

5. Timelines for Disclosure of events / information

The Company shall ensure prompt disclosure of all material events/ information (as defined in Para 3 of this Policy) to the Stock Exchanges as soon as reasonably possible but not later than the timelines prescribed under Regulation 30(6) of SEBI Listing Regulations. The broad principle governing the timelines for disclosure of material event / information to Stock Exchanges, is encapsulated in the table below:

Material Event / Information	Statutory Timeline
Event or information which pertains to a decision taken at the meeting of Board of Directors (if the Board Meeting concludes during normal trading hours)	within 30 minutes from the closure of relevant Board meeting
Event or information which pertains to a decision taken at the meeting of Board of Directors (if the Board Meeting concludes after normal trading hours but more than three hours before the beginning of the normal trading hours of the next trading day)	within 3 hours from the closure of relevant Board meeting
Event or information which emanates from within the Company	within 12 hours of occurrence of event or information
Event or information which does not emanate from within the Company	within 24 hours of occurrence of event or information
Event or information for which timelines have already been specified in Part A of Schedule III of SEBI Listing Regulations	within the respective timelines specified therein



6. Website Disclosures

All events or information disclosed to the Stock Exchanges under Regulation 30 of the SEBI Listing Regulations shall be hosted on the website of the Company for a minimum period of 5 years.

The audio and/or video recording, if any of earnings call shall be hosted on the website of the Company for a minimum period of 2 years.

7. Events / information with respect to Subsidiaries

The Company shall disclose all events or information with respect to Subsidiaries as are required under Applicable Laws.

8. Verification of Market Rumour

With effect from such date as may be prescribed under the SEBI Listing Regulations, and as applicable to the Company, the Company shall confirm, deny or clarify any reported event or information in the mainstream media which is not general in nature and which indicates that rumours of an impending specific material event or information in terms of the provisions of the SEBI Listing Regulations are circulating amongst the investing public, as soon as reasonably possible and not later than 24 hours from the reporting of the event or information. If the Company confirms the reported event or information, it shall also provide the current stage of such event or information.

Until then, the Company may on its own initiative also, confirm, deny or clarify any reported event or information to Stock Exchange(s).

9. 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.

