

BAJAJ HOUSING FINANCE LIMITED

POLICY ON DETERMINATION OF MATERIALITY FOR DISCLOSURE OF EVENTS OR INFORMATION

19 March 2025

Version 2.0

POLICY ON DETERMINATION OF MATERIALITY FOR DISCLOSURE OF EVENTS OR INFORMATION:

Sign off Sheet		
APPROVED BY	Board of Directors	
RECOMMENDED BY	Shri. Atul Jain, Managing Director	
REVIEWED BY	Shri. Atul Patni, Company Secretary	
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DOCUMENT CONTROL

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As per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended from time to time, a listed entity is required to frame a policy for determination of materiality for disclosure of events or information to Stock Exchanges, based on the criteria specified in Regulation 30 of the said Regulations and the same is also required to be disclosed on the Company's website.

Policy:**1. Purpose**

The purpose of this Policy is to set out the standards, processes and criteria for the determination and disclosure of material events and information to the Stock Exchange(s) in compliance with applicable law.

2. Scope

This Policy applies to such events or information which are deemed to be material or sensitive as specified hereinafter, and upon occurrence of which the Company shall make such disclosure(s) to the Stock Exchange(s) in this regard in respect of each such event or information as per the requirements of Regulation 30 read with Schedule III of the Listing Regulations.

3. Material events or information:

- (a) Events or information specified in Para A of Part A of Schedule III of the Listing Regulations will be deemed to be material events / information and will be disclosed irrespective of application of any quantitative or qualitative materiality thresholds.
- (b) The events or information which will be disclosed based on application of materiality criteria are given in Para B of Part A of Schedule III of Listing Regulations and clause 4 of this policy.

4. Criteria for determining materiality of an event or information:

- (a) The omission of an event or information, 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 financial statements of the Company;
 - (ii) two percent of net worth, as per the last audited 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 financial statements of the Company.

(d) While assessing the materiality or otherwise of an event or information, additionally the following will be considered:

- (i) Facts and circumstances relating to the information/event.
- (ii) Whether the event or information presents a significant risk to the reputation of the Company or the Group.
- (iii) Events or information should be direct and not derivative and reasonably perceivable (not remote).
- (iv) Prevailing market conditions, general business practices, industry scenario, business outlook, etc.

(e) Notwithstanding the above, an event/information may be treated as material, if in the opinion of the board of directors of the Company, the event / information is considered material.

5. Events pertaining to subsidiaries, if any:

All events or information with respect to its subsidiaries, if any, which are material for the Company shall be considered for disclosure to stock exchanges.

6. Other Information/Event:

An event or information which are not specified under Para A or Para B of Part A of Schedule III to the Listing Regulations, but which in the view of Authorised Person or the Board is material will be disclosed in terms of this policy and Listing Regulations.

7. Point of time when the material event / information is said to have occurred:

The Company would disclose event/information meeting the materiality test as specified in this Policy no sooner than credible and concrete information comes to the Company or is said to have occurred in order to make such information generally available.

In certain instances, it would depend on stage of negotiation, discussion or approval and the material event / information will be said to have occurred:

- (a) In cases involving negotiation, discussion or approval, upon receipt of the approval of the Board or the shareholders, as the case may be. However, in cases involving price sensitive events / information (such as decision on declaration of dividend), the disclosure may be made on the receipt of approval of the Board, pending shareholder approval.

In case in-principle approval or approval to explore (which is not final approval) is given by the Board of Directors, the same shall not require disclosure under this policy.

- (b) In other cases, where no approvals are required (such as natural calamities or disruptions, etc.) when the Company or its officers become aware of the events / information, or when the Company or its officers ought to have reasonably come into knowledge / possession of the event / information while performing their duties.

Explanation – The term ‘officer’ shall have the same meaning as defined under the Companies Act, 2013 and shall also include promoter of the Company.

8. Timelines for disclosure:

The Company shall first disclose to the stock exchange(s) all events or information, which are material in terms of this policy and provisions of Listing Regulations 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 specified in Para A and Para B of Part A of Schedule III to the Listing Regulations ;

Where 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 Company shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting:

Further, 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 Company or as may be specified by SEBI;
- (iii) twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the company:

If all the relevant information, in respect of claims which are made against the Company under any litigation or dispute, other than tax litigation or dispute, in terms of point 8 of Para B of Part A of Schedule III of Listing Regulations, is maintained in the structured digital database of the Company in terms of provisions of the SEBI (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.

The disclosure with respect to events for which timelines have been specified in Part A of Schedule III of Listing Regulations, shall be made within such timelines.

9. Mainstream media:

The Company shall confirm, deny or clarify upon the material price movement as may be specified by Stock Exchanges, any reported event or information in the mainstream media which is not general in nature and which indicates that rumours of an impending specific event or information is circulating amongst the investing public, as soon as reasonably possible but in any case not later than twenty four hours from the trigger of material price movement:

In case the Company confirms the reported event or information, it shall also provide the current stage of such event or information.

When the Company confirms within twenty four hours from the trigger of material price movement, any reported event or information on which pricing norms provided under Chapter V or Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or pricing norms provided under Regulation 8 or Regulation 9 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 or pricing norms provided under Regulation 19 or Regulation 22B of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 or any other pricing norms specified by the Board or the stock exchanges are applicable, then the effect on the price of the equity shares of the listed entity due to the material price movement and confirmation of the reported event or information may be excluded for calculation of the price for that transaction as per the framework as may be specified by the Board.

10. Authorised Persons:

The Chairman, Vice Chairman, Managing Director, CFO and Company Secretary are authorised persons for the purpose of determining materiality of an event or information and they are severally authorized for making disclosures of such material event or information, to the stock exchanges.

The relevant employees shall pursuant to the above criteria identify any potential material event or information and report the same to the Authorised Persons, mentioned above, to enable them to determine the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s).

11. Statutory Framework:

- (a) This policy is framed in terms of the provisions of Listing Regulations, as amended from time to time.
- (b) Where the terms of this policy differ from any existing or newly enacted law, rule, regulation, circular or standard governing the Company, the law, rule, regulation, circular or standard will take precedence over this Policy and procedures until such time this policy is changed to conform to the law, rule, regulation or standard.

12. Review of the Policy:

This Policy is subject to review from time to time but at least once in a year.

Place: Pune

Date : 19 March 2025

Chairman

Notes:

1. In case an event or information is required to be disclosed by the Company in terms of the provisions of the Listing Regulations, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the Company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority.
2. The Company shall, with respect to disclosures made in pursuance to this Policy and Listing Regulations, update material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.