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**POLICY FOR DETERMINATION OF MATERIALITY**  
**[Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]**

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### **1. Background**

As per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"), 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.

This Policy supersedes all earlier policies on the subject and shall be hosted on the Company's website.

### **2. Scope**

The Policy has been prepared in accordance with the applicable provisions of Listing Regulations and Companies Act 2013 and rules made thereunder. Any subsequent amendment/ modification in the applicable statutes in this regard shall automatically apply to this Policy.

The Policy applies to all events or information as specified under Regulation 30 of the Listing Regulations and the Para B of Part A of Schedule III of the Regulations.

### **3. Definitions & Interpretations**

In this Policy, unless the context otherwise requires:

**(a) "Act"** means the Companies Act, 2013 and the Rules framed thereunder, including any modifications, amendments, clarifications, circulars or re-enactment thereof.

**(b) "Board"** shall mean the Board of Directors of Gautam Gems Limited and shall include any Committee thereof authorised for the purpose.

**(c) "Company"** shall mean Gautam Gems Limited.

**(d) "Committee"** means any Committee formed under the delegated authority of the Board.

**(e) "Key Managerial Personnel"**, in relation to a company, means as defined under the Companies Act, 2013 and the rules made there under.

**(f) "Net worth"** means net worth as defined in sub-section (57) of section 2 of the Companies Act, 2013.

**(g) "Paid-up share capital" or "share capital paid-up"** means such aggregate amount of money credited as paid-up as is equivalent to the amount received as paid-up in respect of shares issued and also includes any amount credited as paid-up in respect of shares of the company, but does not include any other amount received in respect of such shares, by whatever name called.

**(h) "Regulations"** shall mean SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, including any modifications, amendments, clarifications, circulars or re-enactment thereof.

**(i) "Stock Exchange"** means a recognised stock exchange as defined under clause (f) of section 2 of the Securities Contracts (Regulation) Act, 1956 on which Equity shares of the Company are listed.

**(j) "Material Subsidiary"** means a subsidiary, whose income or net worth exceeds twenty percent of the consolidated income or net worth respectively, of Gautam Gems Limited and its subsidiaries in the immediately preceding accounting year.

**(k) "Turnover"** as defined under Section 2(91) of the Act means the aggregate value of the realisation of amount made from the sale, supply or distribution of goods or on account of services rendered, or both, by the company during a financial year.

Words and expressions used and not defined in the Policy shall have the same meanings respectively assigned to them in the Act and / or Regulations.

#### ***4. Disclosures of Events or Information***

This policy sets forth the guidelines for disclosure of material events or information.

##### **1. Category A – Events or information Category**

- Events or information deemed material without applying the materiality test.
- Such events shall be disclosed in accordance with the SEBI LODR Regulations.

##### **2. Category B - Events or information**

- Events or information considered material after applying the materiality test, based on:
  - I. omission of which is likely to result in discontinuity or alteration of event or information already available publicly.
  - II. omission of which 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 material.
    - 2% of turnover, as per the last audited consolidated financial statements of the listed entity;
    - 2% 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
    - 5% of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company.

## ***5. Principles for determining Materiality of Events***

Materiality shall be determined on a case-to-case basis considering the nature, magnitude, impact, and circumstances of the event or information. The Authorized Persons shall apply both qualitative and quantitative criteria to assess materiality.

## ***6. Disclosure Requirements***

- All material events / information shall be disclosed first to the Stock Exchanges and then uploaded on the Company's website as soon as reasonably possible, and not later than the prescribed timelines under Listing Regulations.
- If disclosure is delayed beyond the prescribed timeline, reasons for the delay shall be provided along with the disclosure.
- Material events related to subsidiaries shall be disclosed following the same principles.
- The Company shall respond to Stock Exchange queries regarding material events or information promptly.
- Events not specifically listed in the policy but deemed material by the Board / Authorized Persons shall also be disclosed.

## ***7. Authority for Determination of Materiality***

- The Managing Director, Chief Financial Officer, or Company Secretary, individually or collectively, are authorized to determine whether an event or information qualifies as material.
- They shall frame their opinion based on facts, circumstances, and thresholds outlined in this Policy, in line with SEBI LODR Regulations.

## ***8. Amendments to the Code***

1. The Board or Committee so authorised for the purpose shall have the powers to review or amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy.
2. The Board or Committee so authorised for the purpose may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy and further the objective of good corporate governance.

## ***9. Contact Details of Key Managerial Personnel***

Pursuant to Regulation 30 (5), the contact details of the Key Managerial Personnel authorised for the purpose of determining the materiality of event or information are as under:

Managing Director  
Email: [complianceggl@gmail.com](mailto:complianceggl@gmail.com)  
Phone: 0261-2538046

Company Secretary & Compliance Officer  
Email: [complianceggl@gmail.com](mailto:complianceggl@gmail.com)  
Phone: 0261-2538046,