



NCC BLUEWATER PRODUCTS LIMITED

CIN : L05005TG1992PLCO14678

Policy on Determination of Materiality of Events and Information Contents

Introduction:

Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (the LODR Regulations) requires every listed company to frame a policy for determination of materiality of events and information that requires appropriate disclosure to the stock exchanges.

Events which are deemed to be Material Events

The Company shall disclose all such events which are specified in Para A of Part A of Schedule III of the LODR Regulations (as applicable from time to time) (“**Para A Events**”) without any application of the guidelines for materiality as specified in sub-regulation (2) of Regulation 30 of the LODR Regulations.

Events which are dependent on application of Guidelines for Materiality

The Company shall disclose all such material events or information specified in Para B of Part A of Schedule III of the LODR Regulations (“**Para B Events**”) subject to application of guidelines for materiality, as set out under the LODR Regulations.

Guidelines for Determining Materiality of Events or Information:

Quantitative criteria would be calculated based on audited consolidated financial statements and would mean the omission of an event/ information whose value involved or the expected impact in terms of value, exceeds the lower of the following:

- (a) 2% (two per cent) of consolidated turnover, as per the last audited consolidated financial statements of the Company; or
- (b) 2% (two per cent) of consolidated net worth as per the last audited consolidated financial statements of the Company (except in case the arithmetic value of the net worth is negative)); or
- (c) 5% (five percent) of average of absolute value of consolidated profit or loss after tax for last 3 years, as per the last 3 (three) audited consolidated financial statements of the Company.

Criteria for Materiality

Materiality of event or information in a particular circumstance is a matter of informed judgment. In order to frame a policy for determination of materiality of events or information, the following criteria as stated in Regulation 30(4) of the Regulations is to be considered;



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- (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 sub clause (a) and (b) above are not applicable, an event / information may be treated as being material if in the opinion of the Board of Directors of the Company, the event is considered material.

Policy

The Regulations further provide that the Board of Directors of the Company shall authorise one or more Key Managerial Personnel for the purpose of determining materiality of an event or information and for the purpose of making disclosure to the stock exchanges based on this policy.

The Key Managerial Personnel (Wholetime Director, CFO & CS) authorised by the Board of Directors shall determine the materiality of the event or information.

Key Managerial Personnel authorised by the Board of Directors shall ensure that updated disclosure with respect to the material event is made to the stock exchanges on a regular basis till such time the event is resolved / closed, with relevant explanation.

The event or information disclosed to the stock exchanges under this Policy shall also be placed on the website of the Company.

Modification of the Policy

This Policy is framed based on the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as notified on September 2, 2015 and SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023. In case of any subsequent amendments to the Regulations which makes any of the provisions in the Policy inconsistent, the provisions of the Regulations shall prevail.

This Policy shall come into effect from August 10, 2023, and shall be placed on the website of the Company.

This Policy is approved by the Board of Directors at their meeting held on August 10, 2023.