Reliability Through Technology

CREATIVE GRAPHICS SOLUTIONS INDIA LIMITED

CIN: L22219DL2014PLC263964

DETERMINATION OF MATERIALITY OF EVENTS AND INFORMATION POLICY

Creative Graphics
Reliability Through Technology

Contents

1. Introduction

1.1 Regulation 30(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires every listed entity to frame a policy for determination of materiality of events and information that requires appropriate disclosure to the stock exchanges.

1.2 Accordingly, Creative Graphics Solutions India Limited (the 'Company') herein sets out a Policy for determination of materiality of events and information and disclosure thereof (hereinafter referred to the 'Policy').

2. Objective of the Policy

The objectives of this Policy are as follows:

a. To ensure the Company's compliance with the disclosure requirements applicable to it under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, other applicable securities laws, and all relevant statutory and regulatory provisions.
b. To ensure that all disclosures made by the Company are accurate, complete, timely, and transparent.
c. To ensure that all corporate documents, filings, and public communications are factually accurate and free from any material misstatement or misleading information.
d. To safeguard the confidentiality of material information and unpublished price sensitive information (UPSI) in accordance with the Company's disclosure obligations and applicable laws.
e. To provide a framework that supports and fosters confidence in the quality and integrity of material information released by the company.
f. To ensure uniformity in the company's approach to disclosures, raise awareness and reduce the risk of selective disclosures.

3. Definitions

In this Policy, unless the context otherwise requires:

"Act" means the Companies Act, 2013, rules framed there under and any amendments thereto.

"Company", **"This Company"**, **"The Company"** wherever occurs in the policy shall mean Creative Graphics Solutions India Limited.

"Board of Directors" or **"Board**" shall mean the Board of Directors of the Company.

"Compliance Officer" means the Company Secretary of the Company.

"Listing Regulations" mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

"Material Event" or **"Material Information"** shall mean such event or information as set out in this Policy or as may be determined in terms of the SEBI Listing Regulations. In this Policy, the words, "material" and "materiality" shall be construed accordingly.

"Stock Exchange" means National Stock Exchange of India Limited where the equity shares of the Company are listed.

All other words and expressions used but not defined in this Policy, shall have the same meaning as defined in the SEBI Listing Regulations, and if not defined therein, then as per the Companies Act, 2013 or the Securities Contracts (Regulation) Act, 1956 or the Depositories Act, 1996 and/or the rules and regulations made thereunder, or any other Act and/or applicable laws or any statutory modification or re-enactment thereto, as the case may be.

4. Material events or information

The information covered by this Policy shall include "information related to the Company's business, operations, or performance which has a significant effect on securities investment decisions" (hereinafter referred to as "material information") that the Company is required to disclose in a timely and appropriate manner by applying the guidelines for assessing materiality which are as follows:

(a) Events / information as specified in Para A of Part A of Schedule III of the Listing Regulations (enclosed as Annexure A of this Policy) shall be disclosed by the Company without the application of any criteria of materiality as these are 'deemed' to be material.
(b) Events specified in Para B of Part A of Schedule III of the Listing Regulations (enclosed as Annexure B of this Policy) shall be treated material based on application of the guidelines for materiality, as specified hereinafter.

5. Guidelines for assessing Materiality

The materiality of events/ information shall be determined on case-to-case basis depending upon specific facts & circumstances relating to respective information/event.

While determining the materiality of an event/ information, the Company shall apply the following criteria as specified in Regulation 30(4)(i) of SEBI Listing Regulations:

(a) the omission of an event or information, which is likely to
   i. result in discontinuity or alteration of event or information already available publicly or
   ii. result in significant market reaction if the said omission came to light at a later date;

(b) 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 consolidated financial statements of the Company; or
   ii. two percent of net worth, except in case of the arithmetic value of the networth is negative, as per the last audited consolidated financial statements of the Company;
   iii. five percent of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company

d) in case where the criteria specified above is not applicable, an event/ information may be treated as material if in the opinion of the Board of Directors or the person(s) authorized by the Board of Directors, the event / information is considered material.

6. Timelines for disclosure of events/information

The Company shall ensure prompt disclosure of all material events/ information to the Stock Exchanges as soon as reasonably possible but not later than the timelines prescribed under Reg. 30 (6) of SEBI Listing Regulations. The broad principle governing the timelines for disclosure of material event/ information to Stock Exchange, are highlighted in below grid:

Material event/information	Statutory timelines
Event or information which pertains to a decision taken at the meeting of Board of Directors	within 30 minutes 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 Regulation 30(6) and/ or Part A of Schedule III of SEBI Listing Regulations	within the respective timelines specified in Regulation 30(6) and/ or Para A of Schedule III

In case the Board meeting is concluded after normal trading hours but more than 3 hours before the beginning of the normal trading hours of the next trading day, the relevant event or information pertains to that Board meeting will be disclosed within 3 hours (instead of 30 minutes) from the conclusion of the said board meeting.

In case the Board meeting is being held for more than one day, the financial results shall be disclosed to stock exchanges within 30 minutes or 3 hours (as applicable), from closure of such meeting for the day on which the financial results have been considered.

7. Persons responsible for disclosure

(a) The Managing Director, the Chief Financial Officer and the Company Secretary (Authorized Persons) have been authorized to determine the materiality of an event or information and to make appropriate disclosure on a timely basis.

(b) The Authorized Persons are also empowered to seek appropriate counsel or guidance, as and when necessary, from other internal or external stakeholders as they may deem fit.

(c) The Authorized Persons will then ascertain the materiality of such event(s) or information based on the above guidelines. On completion of the assessment, the Authorized Persons shall make appropriate disclosure(s) to the Stock Exchange and on the website of the Company.

8. Guidance on reporting of events/ information

8.1 The employees of the Company are responsible to identify the events/ information in accordance with Clause 4 and 5 of this Policy.

8.2 The relevant employee shall be responsible to shall report such event or information, as soon as possible, to any of the Authorised Persons, immediately upon occurrence of the event.

8.3 The Authorised Person(s) shall, immediately upon receipt of information from an employee, ascertain/ evaluate its materiality and requirement of disclosure after taking into account the guidelines laid down in this Policy and under various provisions of applicable laws.

8.4 After evaluation, adequate disclosure (if required) shall be made to the Stock Exchanges within the prescribed timelines.

9. Website

The Policy shall be disclosed on the website of the Company. Further, the Company shall disclose on its website all such events or information which has been disclosed to Stock Exchange(s) under the Listing Regulations and such disclosures shall be made available on the website of the Company for a period of five (5) years and thereafter as per the archival policy of the Company.

After completion of the minimum period of five years or such other period as prescribed by the Regulations and/or Securities Laws the events or information shall be archived by the Company for a further period of two years. Thereafter such events or information may cease to be displayed on the website of the Company.

The Company shall also make disclosure of events / information as may be specified by the Securities and Exchange Board of India from to time.

10. General

The Managing Director, Chief Financial Officer and Company Secretary & Compliance Officer are severally authorised to amend any provision of this Policy to give effect to any change/ amendment notified by SEBI or any other regulatory authority, from time to time. Such change(s)/ amended policy shall be placed before the Board of Directors for noting and ratification.

In case any provision of this Policy is contrary to or inconsistent with the provisions of the SEBI Listing Regulations and/ or any other applicable law for time being in force, the latter shall prevail.

****