



**GE T&D INDIA LIMITED**

**POLICY FOR DETERMINATION OF  
MATERIALITY OF EVENT OR  
INFORMATION**



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## **1.0 PREAMBLE:**

- 1.1 This Policy of GE T&D India Limited (“Company”) shall be known as “GE T&D India Limited: Policy on determination of materiality of Event or Information” (hereinafter referred to as “the Policy”).
- 1.2 The Policy has been framed pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (hereinafter referred to as the "Regulations").
- 1.3 The Policy has been approved by the Board of Directors of the Company.
- 1.4 This Policy is applicable to the Company with effect from December 1, 2015, and the amended Policy is applicable to the Company w.e.f. October 26, 2023.

## **2.0 OBJECTIVES OF THE POLICY:**

- 2.1 This policy aims to ensure compliance with corporate governance principles by promoting disclosure and transparency. Regulation 30 of the Regulations requires listed entities to provide timely information to the Stock Exchange(s) of all the events which will have bearing on the performance / operations of the Company as well as any price sensitive information. The objective is to ensure fairness and efficiency in the market by applying the following two factors:
  - (a) Timely disclosure of relevant information by listed companies to investors, and
  - (b) Adequacy and accuracy of the information disclosed.
- 2.2 The Company shall make disclosures to Stock Exchange(s) at the time of occurrence of the event/information and where applicable, make periodic disclosures on the associated material developments till such time the event is resolved/closed.

## **3.0 DEFINITIONS/TERMS USED:**

- 3.1 The term ‘material’ wherever appears in the policy shall mean any event or occurrence or transaction or arrangement which, in the opinion of the Board of Directors/authorized officials, is significant to the operations or performance of the Company.
- 3.2 “Price sensitive information” means any information:
  - (a) which relates directly or indirectly to the Company and which if published is likely to materially affect the price of the securities of company.
  - (b) is likely to be used by a reasonable investor as a reasonable part of the basis of his investment decisions and therefore likely to have a significant effect on the price of securities of the Company.
- 3.3 “Compliance Officer” means the Company Secretary of the Company, so appointed
- 3.4 “Company” means GE T&D India Limited.



- 3.5 “Stock exchange(s)” means the stock exchange(s) where the securities of the Company are listed.
- 3.6 “Turnover” means as of now as defined under section 2 (91) of the Companies Act, 2013 i.e. gross amount of revenue recognised in the profit and loss account from the sale, supply, or distribution of goods or on account of services rendered, or both, by a company during a financial year or as may be amended from time to time
- 3.7 “Net Worth” means as of now as defined under section 2 (57) of the Companies Act, 2013 i.e. - the aggregate value of the paid-up share capital and all reserves created out of the profits [securities premium account and debit or credit balance of profit and loss account], after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation or as may be amended from time to time.
- 3.8 “Senior management” shall mean the officers and personnel of the Company who are members of its core management team, excluding the Board of Directors, and shall also comprise all the members of the management one level below the Chief Executive Officer or Managing Director or Whole Time Director or Manager (including Chief Executive Officer and Manager, in case they are not part of the Board of Directors) and shall specifically include the functional heads, by whatever name called and the Company Secretary and the Chief Financial Officer or any other person as may be prescribed in the law from time to time.

#### **4.0 CLASSIFICATION OF MATERIAL EVENTS/INFORMATION**

##### **4.1 Deemed to be material information**

The events specified in Para A of Part A of Schedule III of the Regulations shall be deemed to be material events / information and the disclosure of these events shall be made to the stock exchanges within timeline as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”). These events have to be necessarily disclosed without applying any test of materiality.

##### **4.2 Events/Information on which guidelines for materiality will apply**

The events specified in Para B of Part A of Schedule III of the Regulations shall be subject to determination if they are material events / information, on the basis of guidelines for materiality as set out in this Policy.

- 4.3 The Company may also disclose any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the financial statements, etc. and brief details thereof and any other information which is exclusively known to the Company which may be necessary to enable the holders of securities of the Company to appraise its position and to avoid the establishment of a false market in the said securities.



## 5.0 DETERMINATION OF MATERIALITY

As mentioned in SEBI Listing Regulations, Materiality has to be determined on a case to case basis depending on specific facts and circumstances relating to the information/event under para 4.2. In order to determine whether a particular event/information is material in nature, the Company shall consider the 'quantitative' and / or 'qualitative' criterion(s) mentioned below

- a. **Quantitative criteria:** The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following
  - (1) two percent of turnover, as per the last audited consolidated financial statements of the Company;
  - (2) two percent of 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;
  - (3) 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;
- b. **Qualitative criteria:** any event / information:
  - (i) the omission of which is likely to result in a discontinuity or alteration of event or information already available publicly; or
  - (ii) the omission of which 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 (a) and (b) above are not applicable, an event/information may be treated as material if in the opinion of the Board of Directors the event / information is considered material.

Note: In circumstances where 'quantitative' test may not be applicable, 'qualitative' test may be applied to determine materiality.

## 6.0 AUTHORITY FOR DETERMINING MATERIALITY OF AN EVENT OR INFORMATION

- 6.1 The authority for determining materiality of an event or information and making disclosure of the same to the Stock Exchanges lies with the majority of the members of the "Committee for Determining Materiality of an Event or Information" (hereinafter referred to as "Committee"), which shall comprise of the following members:

- a. Managing Director/ Chief Executive Officer;
- b. Chief Financial Officer;
- c. Company Secretary.

The Senior Management Personnel and such other persons, as determined by the aforesaid committee shall be the relevant employees of the Company for the purpose of this policy, to identify any potential event or information pertaining to their functional roles and report the same to the aforesaid Authorized Persons



## **7.0 DISCLOSURE OBLIGATIONS**

### **7.1 MANDATORY DISCLOSURES**

The Compliance Officer shall disclose to the stock exchange(s) all deemed to be material events/information within timeline as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”).

### **7.2 DISCRETIONARY OBLIGATIONS**

All such events/information which the Committee/Board determines to be material/price sensitive information shall be disclosed by the Compliance officer or in his absence, the Chief Financial Officer to the Stock Exchange(s) as soon as reasonably possible and not later than twenty four (24) hours from the decision of the Committee/Board.

7.3 The Company shall, with respect to disclosures referred to in this policy, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

## **8.0 CONTACT DETAILS**

The contact details of Committee members shall be made available to the Stock Exchange(s) and is also available on the corporate governance section of website of the Company viz. <https://www.ge.com/in/ge-td-india-limited>