



PRIME FRESH LIMITED

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

1. **PURPOSE**

Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, requires every Listed Company, whose specified securities are listed on any recognized Stock Exchange(s) shall frame a Policy for Determination of Materiality duly approved by the Board of Directors specifying the criteria for determination and classification of any event / information as 'Material'. Therefore, the purpose of this policy is to determine the materiality of any event / Information the basis of selected criteria, so that the disclosure to the Stock Exchange(s) can be made promptly.

2. **DEFINITIONS**

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

"Company" means Prime Fresh Limited.

"Material event /information" means such event or information determined based on applicability of the guidelines for materiality as specified in Regulation 30(4) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. In the policy, the words, "material" and "materiality" shall be construed accordingly

"Policy" means Policy for Determination of Materiality of event or information

"Authorized Person" means Managing Director / Chief Executive Officer, Chief Finance Officer, and Company Secretary.

"Schedule" means Schedule III of (Listing Obligations and Disclosure Requirements) Regulations, 2015

3. **POLICY**

This Policy applies only to the event Specified in Para B of Part A of Schedule III of the Regulation.

The Authorized Persons; collectively shall determine the materiality of any event / information and classify it as a material event/information and decide the appropriate time at which disclosure is to be file with Stock Exchange(s).

All event / information which are classified as material shall be disclosed as soon as

reasonably possible and not later than the time prescribed under the Listing Regulations and in case the disclosure is made after the prescribed time limit under the Listing Regulations, the Company shall along with such disclosure provide explanation for delay.

For the purpose of list or events; Para B of Part A of Schedule III of the Listing Regulations may be referred.

The Authorized Persons shall collectively frame their opinion on a case-to-case basis, based on specific facts and circumstances relating to the materiality of the event/information and while doing so, they shall consider, among other factors, the following facts:

- (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) the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - 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

4. AMENDMENT TO THE POLICY

The Board may subject to the applicable laws may amend any provision(s) or substitute any of the provision(s) with the new provision(s) from time to time

