

**POLICY FOR DETERMINATION OF
MATERIALITY OF EVENTS/ INFORMATION AS
PER THE SEBI LISTING REGULATIONS
FOR
LUCENT INDUSTRIES LIMITED**

The revised policy is adopted by the Board of Directors in their meeting held on 19.03.2025.

1. PREFACE

The Board of Directors (the "Board") of The Lucent Industries Limited (the "Company") has adopted the policy and procedures with regard to determination of Materiality of Events / Information which are required to be disclosed to the Stock Exchanges, in terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (the "Policy"). This Policy has been formulated in accordance with Clause (ii) of sub regulation (4) of Regulation 30 of the SEBI Listing Regulations.

2. PURPOSE OF THE POLICY

The purpose of this Policy is to determine materiality of events / information based on criteria specified under clause (i) of sub-regulation (4) of Regulation 30 of the SEBI Listing Regulations and to ensure that the Company shall make proper and timely disclosure of events / information specified in para A and B of Part A of Schedule III of the SEBI Listing Regulations to the Stock Exchanges.

3. DEFINITIONS:

"Act" shall mean the Companies Act, 2013 and the Rules framed there under, including any modifications, clarifications, circulars or re-enactment thereof.

"Board of Directors" or **"Board"** shall mean the Board of Directors of the Lucent Industries Limited, as constituted from time to time.

"Company" shall mean the Lucent Industries Limited.

"Compliance Officer" shall mean the Company Secretary of the Company.

"Chief Financial Officer" or **"Head of Finance"**, by whatever name called, shall mean the person heading and discharging the finance function of the Company as disclosed by it to the recognized stock exchange(s) in its filing under SEBI Listing Regulations.

"Key Managerial Personnel" means a key managerial personnel as defined in sub-section (51) of section 2 of the Companies Act, 2013 i.e.-

1. Chief Executive Officer (CEO)/ Managing Director (MD)/ Manager
2. Whole-time Director (WTD)
3. Chief Financial Officer (CFO)
4. Company Secretary (CS)
5. Such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board; and
6. Such other officer as may be prescribed.

"Officer" means as assigned to the term in clause (59) of Section 2 of the Companies Act, 2013 and shall include Promoters of the Company.

"Promoter" means as assigned to the term in clause (oo) of sub-regulation (1) of regulation 2 of the

Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

“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 persons identified and designated as key managerial personnel, other than the board of directors, by the Company.

“Material Events” or **“Material Information”** shall mean such events / information as set out in the Annexures or as may be determined in terms of Clause 5 of the Policy. In the Policy, the words, “material” and “materiality” shall be construed accordingly.

“Policy” shall mean this Policy for Determination of Materiality of events / information and as amended from time to time.

“SEBI Listing Regulations” shall mean SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the Listing Regulations or any other applicable law or regulation to the extent applicable to the Company.

4. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION

The Company shall consider the criteria as specified in clause (i) of sub-regulation 4 of Regulation 30 of the SEBI Listing Regulations for determination of materiality of events / information.

5. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS / INFORMATION:

Certain event/information is per se Material as defined in the Regulations read with Para A of Part A of Schedule III of the SEBI Listing Regulations and the Company is required to disclose the same without applying the materiality criteria listed out in subsequent paragraph.

In determining the materiality of an event / information as listed out in Para B of Part A of Schedule III of the SEBI Listing Regulations the following criteria shall be applied:

- a) the omission of the event / information, is likely to result in discontinuity or alteration of event / information already available publicly; or
- b) the omission of the event / information is likely to result in significant market reaction if the said omission came to light at a later date; or
- c) the omission of the event / 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;

- (ii) 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;
- (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;

Events/information where the criteria specified in sub-clauses (a), (b) and (c) cannot be applied or to which neither Para A or B of Part A of Schedule III of the SEBI Listing Regulations apply, should be disclosed if such events are considered as material in the opinion of the Board of Directors.

The Company shall disclose all events / information with respect to subsidiaries which are material for the Company.

6. DISCLOSURE OF EVENTS / INFORMATION

The Company shall make disclosure of events/information in terms of this policy as soon as reasonably possible and in any case not later than the following:

- a. thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event / information has been taken;

Provided that in case the meeting of the board of directors closes after normal trading hours of that day but more than three hours before the beginning of the normal trading hours of the next trading day, the Company shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting.

Provided further that in case the meeting of the board of directors is being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of such meeting for the day on which it has been considered.

- b. twelve hours from the occurrence of the event / information, in case the event / information is emanating from within the Company;
- c. twenty-four hours from the occurrence of the event / information, in case the event / information is not emanating from within the Company.

Provided that if all the relevant information, in respect of claims which are made against the Company under any litigation or dispute, other than tax litigation or dispute, in terms of subparagraph 8 of paragraph B of Part A of Schedule III of the Listing Regulations, is maintained in the structured digital database of the Company in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the stock exchange(s) within seventy-two hours of receipt of the notice by the Company.

Explanation: Normal trading hours shall mean time period for which the recognized stock

exchanges are open for trading for all investors.

The information shall be disclosed in the following manner:

1. Inform the stock exchanges on which the securities of the Company are listed; and
2. Upload on the website of the Company or provide an exact link of the stock exchange intimation on its website.

The disclosure with respect to events for which timelines have been specified in Schedule III and Master Circular or any circular on Listing Regulations as issued from time to time shall be made within such timelines.

Provided that in case the disclosure is made after the aforementioned timelines, the Company shall along with such disclosure(s) provide an explanation for the delay.

The Company shall, with respect to disclosures referred to in Regulation 30 of the Listing Regulations, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

In case an event or information is required to be disclosed by the Company pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the Company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority. However, the Company shall not be required to provide a copy of such communication if the disclosure of all relevant information as per the format prescribed in Industry Standards Note on Regulation 30 of the Listing Regulations has been furnished to the Stock Exchange(s) while disclosing material information.

7. AUTHORITY TO DETERMINE MATERIALITY OF EVENTS:

The Managing Director and Chief Executive Officer, Chief Financial Officer, Company Secretary are the authorised persons in terms of the requirement under Regulation 30(5) of SEBI Listing Regulations and any two of them one of whom shall be Managing Director, shall determine materiality of an event / information in terms of this Policy and to make appropriate disclosures to the stock exchanges.

Without prejudice to the generality of the authority mentioned above, the authorised persons shall have inter-alia following powers and responsibilities:

- a. To take a view on the materiality of an event which may qualify for disclosure and resolve any computation and interpretation issues whilst making the materiality assessment.
- b. To determine the appropriate time at which the disclosures are to be made to the stock exchanges, based on an assessment of actual time of occurrence of an Event to be reported.
- c. To review and finalise the details to be disclosed

- d. To make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.
- e. To consider such other events that may require disclosure to be made to the Stock Exchange(s) which are not explicitly defined in the SEBI Listing Regulations and determine the materiality, appropriate time and contents of disclosure for such matters
- f. To formulate operational guidelines for deployment of this Policy, if required.

The respective Heads of the Department (Designated Officers) who are responsible for relevant areas of the Company's operations to which any item of information relates must report to aforesaid authorised persons of the Company, any event / information which is material as defined in this policy or of which Designated Officer is unsure as to its materiality. The event / information should be reported immediately to the authorised persons after a Designated Officer becomes aware of it.

On receipt of a communication of a potential material event / information, the authorised persons as above shall:

- i. Review the event / information and take necessary steps to verify its accuracy;
- ii. Assess if the event / information is required to be disclosed to the Stock Exchanges under the Regulations under this policy and take necessary actions as per Clause 5 & 6 of this policy.

In determination of the materiality as above, the authorised persons may if deemed fit, refer the matter for external legal advice or appropriate guidance.

8. COMMUNICATION AND DISSEMINATION OF THE POLICY:

This policy after duly approved by the Board of Directors shall be notified and communicated to all the employees/ functional head of respective departments of the Company. The new employees shall be informed about the policy by the Human Resource and Administration department. For all the Employees and Directors, whether existing or new, a copy of this Policy shall be posted on the Website of the Company.

9. AMENDMENT:

Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.
