



## ESCORTS KUBOTA LIMITED

### Policy for Determination of Materiality of Events/ Information of Escorts Kubota Limited

#### 1. Introduction

- 1.1 Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Regulations') requires every listed entity to frame a policy for determination of materiality of events and information that requires appropriate disclosure to the stock exchanges. Further such disclosures are required to be hosted on the website of the listed entity for a minimum period of 5 years and thereafter as per its Archival Policy.
- 1.2 Accordingly, Escorts Kubota Limited ('Escorts' or the 'Company') herein sets out a Policy for determination of materiality of events and information and disclosure thereof and Web Archival Policy (hereinafter referred to the 'Policy').

#### 2. Scope and Exclusions

This Policy is applicable to Escorts Kubota Limited.

#### 3. Policy

- 3.1 Materiality has to be determined on a case to case basis depending on specific facts and circumstances relating to the information/event. In order to determine whether a particular event/information is material in nature, the Company shall consider the criteria(s) mentioned below.
- 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; or
  - c. The omission of an event or information mentioned in Para B of Part A of Schedule III , whose value or the expected impact in terms of value, exceeds the lower of the following shall be considered material event:

- (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.
- d) if in the opinion of the board of directors of the Company, any event or information is considered material.
  - e) The events/ information which are mentioned in Para A of Part A of Schedule III of the Regulations shall be disclosed without application of any materiality test .
  - f) The events/ information which shall be disclosed on application of above guidelines of materiality.

#### **4. Guidance on occurrence of event/ availability of information**

- 4.1 The timing of occurrence of an event and/or availability of information has to be decided on a case to case basis.
- 4.2 In case of natural calamities, disruptions etc. the events/ information can be said to have occurred when the Company becomes aware of the information.
- 4.3 In matters which would depend on the stage of discussion, negotiation or approval, the events/ information can be said to have occurred upon receipt of approval by the Board of Directors or after receipt of approval of the Board of Directors and shareholders, as the case may be.

#### **5. Implementation**

- 5.1 To give effect to the requirements under the Regulations, the Board has authorized the team comprising of Mr. Nikhil Nanda, Chairman and Managing Director, Mr. Seiji Fukuoka, Deputy Managing Director and/or Mr. Bharat Madan, Whole time Director and Chief Financial Officer, to determine the materiality of an event/ information and disclose the same to the stock exchanges.
- 5.2 The Company shall endeavour to familiarise and the relevant employees of the Company by creating awareness of this policy and assist them in identifying any potential material event or information.

- 5.3 Any such employee(s) who identify any event or information as material then they shall report such event or information to the Compliance Officer, who in turn may consult with Mr. Nikhil Nanda, Chairman and Managing Director, Mr. Seiji Fukuoka, Deputy Managing Director and/or Mr. Bharat Madan, Whole time Director and Chief Financial Officer, for determining the materiality of the said event or information and for making the necessary disclosures, if required, to the stock exchange(s).
- 5.4 In cases where the materiality of an event/ information cannot be determined on the basis given above, the Company Secretary may consult the Mr. Nikhil Nanda, Chairman and Managing Director, Mr. Seiji Fukuoka, Deputy Managing Director and/or Mr. Bharat Madan, Whole time Director and Chief Financial Officer, , as the case may be, before disclosing the event/ information to the stock exchanges.

## **6. Disclosure**

6.1 The Company shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of the Regulation 30 read with Schedule III and relevant circular(s) / notification etc., as soon as reasonably possible and in any case not later than the following:

- i. Thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken;
- ii. Twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company.
- iii. Twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company.

6.1.1 The disclosure of events/ information of price sensitive nature (such as decision on declaration of dividend) shall be made on receipt of approval of the event by the Board of Directors pending the shareholder's approval.

6.2 The intimation of outcome of meeting of the Board of Director shall also contain the time of commencement and conclusion of the Meeting. Further, Date and time of occurrence of the event/information shall also be mentioned in all pdf/file disclosures filled with the exchange(s)

6.3 In case the disclosure is made after the timelines specified under the Regulation, the Company, shall, along with such disclosure provide the explanation for the delay.

- 6.4 The Company shall, with respect to disclosures referred in Regulation 30, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.
- 6.5 The Company shall also disclose all such events or information with respect to subsidiaries which are material for the Company.

## **7 Website Disclosures and Archival**

- 7.1 The event/ information disclosed to the stock exchanges under this Policy shall also be placed on the website of the Company for a minimum period of five years or for such other period, if the period prescribed shall be more than five years by the aforesaid Regulations and /or the Securities Laws as defined in the aforesaid Regulations.
- 7.2 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 one year. Thereafter such events or information may ceased 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.

This Policy is approved by the Board of Directors at their meeting held on August 1, 2023 and shall be effective from August 1, 2023.

## **8 Amendment**

- 8.1 In the event of any conflict between the provisions of this Policy and of the Companies Act, 2013 (Act) or Regulations or any other statutory enactments, rules, the provisions of such Act or Regulations or statutory enactments, rules shall prevail over this Policy;
- 8.2 Any subsequent amendment / modification in the Regulations or the Act or any other governing Act/Rules/Regulations or re-enactment, impacting the provisions of this policy, shall automatically apply to this policy and the relevant provision(s) of this policy shall be deemed to be modified and/or amended to that extent, even if not incorporated in this policy.

**ESCORTS KUBOTA LIMITED**  
**(Formerly Escorts Limited)**

Registered Office: 15/5, Mathura Road, Faridabad 121 003, India  
Tel.: +91-129-2250222

E-mail: corp.secretarial@escortskubota.com Website: www.escortsgroup.com  
Corporate Identification Number L74899HR1944PLC039088



## Escorts Kubota Limited

### Contact Details of Personnels, who are authorized for the purpose of Determining Materiality of Event

The contact details of personnels, for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, are mentioned below:

| Sl.No | Name of KMP       | Designation                                     | Contact Details  |
|-------|-------------------|---|--|
| 1     | Mr. Nikhil Nanda  | Chairman & Managing Director                    | Escorts Kubota Limited<br>15/5, Mathura Road, Faridabad,<br>Haryana-121003<br>Ph No- 0129-2250222<br>E-mail-<br><a href="mailto:corp.secretarial@escortskubota.com">corp.secretarial@escortskubota.com</a> |
| 2     | Mr. Seiji Fukuoka | Deputy Managing Director                        |  |
| 3     | Mr. Bharat Madan  | Whole time Director and Chief Financial Officer |  |

### Escorts Kubota Limited

(Formerly Escorts Limited)

#### Corporate Secretarial & Law

Registered Office - 15/5, Mathura Road, Faridabad-121003, Haryana, India

Tel.: +91-129-2250222 | E-mail: [corp.secretarial@escortskubota.com](mailto:corp.secretarial@escortskubota.com) | Website: [www.escortsgroup.com](http://www.escortsgroup.com)

Corporate Identification Number L74899HR1944PLC039088