

IKIO LIGHTING LIMITED

(Formerly, IKIO Lighting Private Limited)

POLICY FOR DETERMINING MATERIALITY **OF EVENTS OR INFORMATION**

1. Background and Applicability of the Policy:

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”) requires every Listed Company to disclose events or information which, in the opinion of the Board of Directors of a Company are material.

In this context, the following policy has been framed by the Board of Directors (“**Board**”) of IKIO Lighting Limited (“**Company**”) at its Meeting held on September 14, 2022 with the objective of determining materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality. The Policy was subsequently amended and approved by Board of Directors of the Company on dated 04th August, 2023 and 08th February 2024.

Regulation 30 of the SEBI (LODR) Regulations mandates disclosure of all deemed material events to the Stock Exchanges. These events have been specified in Para A of Part A of Schedule III of the Regulations and Part B of Part A of Schedule III of the Regulations and shall be disclosed as applicable from time to time.

This Policy shall also apply to the events to which neither Para A or Para B of Part A of Schedule III applies but have a material effect on Ikio Lighting Limited

2. 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” means the Board of Directors of Ikio Lighting Limited, as constituted from time to time;

“Company” means Ikio Lighting Limited;

“Key Managerial Personnel” mean key managerial personnel as defined in sub-section (51) of section 2 of the Companies Act, 2013;

“Listing Agreement” shall mean an agreement that is to be entered into between a recognised stock exchange and the Company pursuant to Securities and Exchange Board (Listing Obligations and Disclosure Requirements), 2015;

“Material Event” or “Material Information” shall mean such event or information as set out in the Schedule or as may be determined in terms of Clause 3 of the Policy. In the Policy, the words, “material” and “materiality” shall be construed accordingly;

“Material Subsidiary” shall mean any subsidiary company of the Company which is or has been determined as a material subsidiary as per the provisions of the Regulations;

“Policy” means this Policy on criteria for determining Materiality of events or information and as may be amended from time to time;

“SEBI LODR Regulations” mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof;

“Schedule” means Schedule III of (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

3. Guidelines for determining Materiality of Events or Information:

The Company shall consider the following criteria for determination of materiality of events or information:

- (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:
 - (1) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
 - (2) two percent 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;
 - (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 listed entity;
- (d) In case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, an event or information may be treated as being material if in the opinion of the board of directors of the listed entity, the event or information is considered material:

Provided that any continuing event or information which becomes material pursuant to notification of these amendment regulations shall be disclosed by the listed entity. In case an event or information is required to be disclosed by the Company in terms of the provisions of Regulation 30 of SEBI Listing Regulations, 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

4. Disclosures of Events or Information:

The Company shall disclose all events or information within the timelines specified in SEBI Listing Regulations or other Applicable Laws in the following manner:

- (i) Inform the Stock Exchanges in which the securities of the Company are listed;
- (ii) Upload on the corporate website of the Company.

5. Authorised Key Managerial Persons For Determining Materiality of an Event or Information and for the Purpose of Making Disclosures to Stock Exchange :

The Following Key Managerial personnel of the company are authorized by the Board for the purpose of determining materiality of an event or information:

- (a) Mr. Hardeep Singh (Managing Director)
- (b) Mr. Sanjeet Singh (Whole Time Director)

The Following Key Managerial personnel of the company are authorized by the Board for the purpose of making disclosures to the Stock Exchanges under Regulation 30 of the SEBI Listing Regulations:

- (a) Mr. Hardeep Singh (Managing Director)
- (b) Mr. Sanjeet Singh (Whole Time Director)
- (c) Mr. Subhash Chand Agrawal (CFO)
- (d) Mr. Sandeep Kumar Agarwal (Company Secretary & Compliance Officer)

6. Amendments:

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

7. Scope and Limitation:

In the event of any conflict between the provisions of this Policy and the Listing Agreement; Companies Act, 2013; Regulations or any other statutory enactments, rules, the provisions of such Listing Agreement / Companies Act, 2013 or statutory enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to severed from the Policy and the rest of the Policy shall remain in force.

8. Dissemination of Policy:

This Policy shall be hosted on the Company's website www.ikio.in and address of such web link thereto shall be provided in the Annual Report of the Company.