



MERCURY EV-TECH LIMITED

POLICY FOR DETERMINATION OF MATERIALITY FOR DISCLOSURE OF EVENTS/ INFORMATION

PREAMBLE

In terms of the provisions of Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (hereinafter collectively referred to as the 'applicable laws'), the Board of Directors of Mercury EV-Tech Limited ('Company') has adopted this 'Policy for determination of materiality for disclosure of events/ information' ('Policy') to the Stock Exchanges where the securities of the Company are listed in India

OBJECTIVE

- a) To lay down the principles for determining the materiality for disclosure of events & information based on the criteria specified in Regulation 30 of SEBI Listing Regulations and circular(s) & guideline(s) issued by SEBI in this regard.
- b) To ensure that the Company complies with the disclosure obligations as laid down in SEBI Listing Regulations and circular(s) & guideline(s) issued by SEBI in this regard.
- c) To ensure that the information provided by the Company to the market, is timely, transparent & equally accessible to all the stakeholders including its shareholders.
- d) To promote investors' confidence in the quality & integrity of the information which is publicly released by the Company.
- e) To ensure uniformity in the Company's approach w.r.t. public disclosures, reduce the risk of selective disclosures and raise awareness amongst various stakeholders.

DEFINITIONS

"Board" or "Board of Directors" shall mean the Board of Directors of Mercury EV-Limited.

"Company" shall mean Mercury EV-Tech Limited.

"Policy" shall mean this policy as amended from time to time.

"Securities" include shares, scrips, stock, bonds, debentures and other derivative instruments of the Company which are listed/ proposed to be listed on Stock Exchanges.

"Stock Exchanges" means BSE Limited and the National Stock of India Limited, where the equity shares of the Company are listed.

"Unpublished Price Sensitive Information" or "UPSI" has the meaning as referred to in the Company's Code of Conduct for Prohibition of Insider Trading read with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

MATERIAL EVENTS OR INFORMATION

The events or information are categorized as follows for the purpose of disclosure to Stock Exchanges:

a) Events or information specified in Para A of Part A of Schedule III of SEBI Listing Regulations (enclosed as Annexure A of this Policy):

Shall be considered material immediately upon occurrence of the event and accordingly, disclosed to the Stock Exchanges irrespective of their size, value, volume, frequency etc.

b) Events or information specified in Para B of Part A of Schedule III of SEBI Listing Regulations (enclosed as Annexure B of this Policy):

Shall be disclosed upon application of the guidelines of materiality as per Clause 4 of this Policy.

c) Events or information other than those specified Para A and Para B of Part A of Schedule III of SEBI Listing Regulations:

Brief details of the events like major development that is likely to affect business such as emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts etc. and any other information which is exclusively known to the Company and is necessary to enable the holders of Securities of the Company to appraise its position & to avoid the establishment of a false market in such Securities, will be evaluated in terms of the materiality on case to case basis.

CRITERIA AND GUIDANCE FOR DETERMINATION OF MATERIALITY

The materiality of events/ information shall be determined on case to case basis depending upon specific facts & circumstances relating to respective information/event. While determining the materiality of an event/ information, the Company shall apply the following criteria as specified in Regulation 30(4)(i) of SEBI Listing Regulations:

- 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, 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.

For the purpose of clause (iii) above, it is clarified that the average of absolute value of profit or loss after tax is to be calculated by disregarding the 'sign' (positive or negative) that denotes such value.

in case where the criteria specified in sub-clause (a), (b) & (c) above are not applicable, an event/ information may be treated as material if in the opinion of the Board of Directors or the person(s) authorized by the Board of Directors, the event / information is considered material.

TIMELINES FOR DISCLOSURES OF EVENTS/INFORMATION

The Company shall ensure prompt disclosure of all material events/ information (as defined in Clause 3 of this Policy) to the Stock Exchanges as soon as reasonably possible but not later than the timelines prescribed under Reg. 30 (6) of SEBI Listing Regulations. The broad principle governing the timelines for disclosure of material event/ information to Stock Exchanges, are highlighted in below grid:

- a) Event or information which pertains to a decision taken at the meeting of Board of Directors
Within 30 minutes from the closure of relevant Board meeting
- b) Event or information which emanates from within the Company
within 12 hours of occurrence of event or information
- c) Event or information which does not emanate from within the Company
within 24 hours of occurrence of event or information
- d) Event or information for which timelines have already been specified in Part A of Schedule III of SEBI Listing Regulations
within the respective timelines Specified in Para A of Schedule III

PERSON RESPONSIBLE

The Executive Director, CEO and Company Secretary & Compliance Officer (collectively referred to as 'Authorised Persons'), are severally authorized by the Board of Directors to determine the materiality of an event/ information and disclose any event/ information whether material or otherwise, to the Stock Exchanges at an appropriate time and ensure overall compliance of this Policy.

EXEMPTIONS TO THE POLICY

In case any provision/ clause of this Policy is rendered unlawful or unenforceable due to any reason, the Policy shall be read by excluding that particular clause/ provision.



DISCLOSURE OF THE POLICY

This policy shall be hosted on the Company's website and employee intranet portal and shall be in conjunction with the applicable regulatory provisions & other policies of the Company.
