IB INFOTECH ENTERPRISES LIMITED

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POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS AND INFORMATION

Preamble:

Regulation 30(4)(ii) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015(the "Listing Regulations"), mandates a listing entity to frame a policy for determination of materiality, based on criteria specified therein and the policy needs to be approved by the Board. The policy is also required to be hosted in the website of the company. The determination of materiality is for the purpose of determining the events and information which are material and Price sensitive for the purpose of making disclosure to the Stock Exchanges.

Criteria for determination of materiality:

Materiality shall be assessed on a case-to-case basis, having regard to the specific facts and circumstances surrounding the event or information. Such assessment shall, inter alia, take into account information relating to the Company's business, operations, or financial performance, including any price-sensitive information that may materially influence investment decisions of holders of the Company's securities.

In accordance with Regulation 30 of the Listing Regulations, the Company shall consider the following criteria for determining the materiality of an event or information:

a) Where the omission of such event or information is likely to result in discontinuity or alteration of information that is already available in the public domain;

b) Where the omission of such event or information is likely to result in a significant market reaction if such omission were to come to light at a later date;

c) Where the value or the expected impact of such event or information exceeds the lower of the following thresholds:

- 2% of the turnover, as per the last audited consolidated financial statements of the Company;
- 2% of the net worth, as per the last audited consolidated financial statements of the Company; or
- 5% of the average of the absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company;

d) Any other event or information that, in the opinion of the Board of Directors of the Company, is considered material.

Disclosure of Events or Information

The Company shall make disclosures of any events or information which in the opinion of the board of directors is material or required under the Listing Regulations. The Listing Regulations have divided the events that needs to be disclosed as follows:

Category 1: Events have to be necessarily disclosed without applying any test of materiality. The events indicated in Para A of Part A of Schedule III of the Listing Regulation.

Category 2: Events should be disclosed, upon application of the guidelines for materiality as stated in the above para 2 i.e. **Criteria for determination of materiality.** These events are indicated in Para B of Part A of Schedule III of the Listing Regulation.

Category 3: Any other information or event viz. major development that is likely to affect the business and brief details thereof and any other information exclusively known to the Company which may be necessary to enable the securities holders of the Company to appraise its position and to avoid establishment of a false market in such securities.

Category 4: Without prejudice to the generality of category (1), (2) and (3) above, any other event or information as may be specified by the SEBI from time to time.

Time Limit for the Disclosure

The Company shall first disclose to the Stock Exchange(s) all events or information which are material in terms of the provisions of this Policy and the Regulations, as soon as reasonably possible and in any case not later than the following:

a) Within 30 minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event/information or outcome of board meeting for matters specified in Schedule III of the Regulations have taken place; Provided that where meeting of the board of directors closes after normal trading hours of that day but more than 3 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 3 hours from the closure of the board meeting:

b) 12 hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;

c) 24 hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company' Provided further that disclosure with respect to events for which timelines have been specified in Part A of Schedule III of the Regulations shall be made within such timelines.

Person(s) Responsible for Disclosure

The Board of Directors of the Company has authorised Company Secretary / Chief Financial Officer/Directors/(Authorised Person) in consultation with the Managing Director/Whole Time Director to determine the materiality of an event or information and to make appropriate disclosure on a timely basis. The Authorised Person is empowered to seek appropriate counsel or guidance, as and when necessary, from other internal or external stakeholders as he/she may deem fit.

Procedure for disclosure

All functional and departmental heads shall promptly identify and escalate any event or information arising within their respective areas that may be of a significant, material, or price-sensitive nature. All such events or information shall be reported without undue delay to the Company Secretary, or, in their absence, to the Chief Financial Officer or the Executive Director(s) authorised under this Policy, to enable a timely assessment of materiality and determination of the requirement for disclosure to

the Stock Exchanges. Based on disclosure received, the Company Secretary then after consulting Authorized Person shall submit the information to the Stock Exchange.

Policy Review

The Authorized Person may review the Policy from time to time. Material Changes to the Policy will need the approval of the Board of Directors. Should there be any inconsistency between the terms of the Policy and the Listing Regulations, the provisions of the Listing Regulations shall prevail. Any amendments to the Listing Regulations shall mutatis mutandis be deemed to have been incorporated in this Policy.

Website

As per the provisions of the Listing Regulations, the Policy shall be disclosed on the website of the Company. Further, the Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under the Listing Regulations and such disclosures shall be made available on the website of the Company for a period of five years and thereafter as per the Documentation Retention and Archival Policy of the Company.

Amendment

The Board of Directors on its own and / or as per the recommendations of the Committee can amend this policy, as and when deemed fit. In case of any amendments(s), clarification(s), circulars(s) etc, issues by the relevant authorities, not being consistent with the provisions laid down under this policy, then such amendment(s), clarification(s), circulars(s) etc. shall prevail upon the provisions hereunder and this policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarifications(s), circular(s) etc