



# LOTUS



**LOTUSEYEHOSPITALANDINSTITUTELIMITED**

**PolicyforDeterminationofMateriality**

**Reviewed and amended on 13.02.2025**



## 1.0 **Background**

SEBI has notified the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"). This Regulations shall come into force w.e.f. 1<sup>st</sup> day of December, 2015.

As per Regulation 30(4)(ii) of the said Listing Regulation, every listed entity shall have a policy, approved by its Board of Directors for Determination of Materiality, for making disclosure of events/ information.

## 2.0 **Definitions and Interpretations**

2.1 **'Board'** means Board of Directors of the Company.

2.2 **'Company'** means 'Lotus Eye Hospital and Institute Limited'.

Unless the context otherwise requires, all the words and expressions used in this Policy shall have meaning respectively assigned to them under the Listing Regulations and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made / issued thereunder, as amended from time to time.

Words importing the singular number shall include the plural number and words importing the masculine gender shall, where the context admits, include the feminine and neuter gender.

## 3.0 **Objective**

The objective of this policy is to lay down the criteria for Determination of Materiality of events/ information which shall be disclosed to the stock exchanges where the equity shares of the Company are listed ('the Stock Exchanges'). This Policy also lays down the procedure for archival of information on the website of the Company.

## 4.0 **Procedure**

This policy is based on the following basic principles:

**Materiality:** To ensure that all material Events / Information(s) become available for public or in general.

**Timeliness:** To make disclosure of material events / information promptly without delay in accordance with the policy following the material events / information that are required to be disclosed.



**Transparency:** To make disclosure of material events / information with sufficient details that boost investor confidence.

## **5.0 Determination of Material Events/Information and Criteria**

Events specified in Para A of Part A of Schedule III of the Listing Regulations are deemed to be material events and the company shall make disclosure of such events without application of any material criteria.

Events / information as are mentioned in Para B of Part A of Schedule III of the Listing Regulations shall be disclosed by the company to the Stock Exchanges, if considered material, based on any of the following criteria:

- 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:
  - two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
  - 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;
  - 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

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

The Company shall also disclose to the stock exchanges:

- i. Any other event/ information viz. major development that is likely to affect the business e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the Company which may be necessary to enable the security holders of the Company to appraise its position and to avoid the establishment of false market of such securities.

- ii. Any other event/ information which is available with the Company and not indicated in Para A or B of Part A of Schedule III of the Listing Regulations, but which may have material effect on it.

#### **6.0 Contents and Time for disclosure**

Disclosure shall be made upon occurrence of a material event/ information as under:

- a) Within 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;
- b) Within twelve hours from the occurrence of the event or information, in case the event or information is emanating within the Company;
- c) Within twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity;

In case the Company is not able to make the disclosure within the time limits mentioned above, it has to provide explanation for the delay in disclosure.

#### **7.0 Material transaction or event to which the Company is not a party:**

Shareholders, promoters, members of the promoter group, promoter group entities, related parties, directors, KMPs and employees of the Company or its subsidiary and / or associate company, who are parties to the agreements mentioned in Clause 5A of Part A of Schedule III to the Listing Regulations, and to which the Company is not a party, shall inform the Company within two working days of entering into such agreement or signing of an agreement or entering into such agreements. Thereafter the Company shall disclose the same to the stock exchange within the time lines as applicable mentioned under Para 7 above.

#### **8.0 Authorized Persons for determination of material events**

The Company Secretary and Chief Financial Officer of the Company appointed in terms of the Companies Act, 2013 along with the Managing Director of the Company, are jointly authorized to determine the materiality of an event or information based on criteria mentioned in this policy and also authorized to make the necessary disclosures to the Stock Exchanges under Regulation 30 of the Listing Regulations.

Where the above mentioned Key Managerial Personnel/the Board is not certain about materiality of an event/information, they may refer the matter for an external legal advice/ expert opinion.

The specific roles and responsibilities of the above mentioned Key Managerial Personnel under this policy includes the following:

- i. ensuring compliances with the policy and taking corrective actions for violations of the Policy;
- ii. determining whether any event / information is material, including if there has been any material changes since the last disclosure, and determining time and adequacy of disclosures to be made, if such event/ information is material;
- iii. making necessary disclosures to the Stock Exchanges with requisite details;

The Key Managerial Personnel of the Company are severally authorized (suo motto or on request of any stock exchange) to confirm/ deny any reported event/ information to the Stock Exchanges.

#### **9.0 Authorization to KMPs to suo-moto to confirm or deny reported event / information in mainstream media**

The aforesaid Authorised Persons are jointly or severally authorised to suo-moto confirm / deny any reported event or information in the mainstream media circulating amongst investing public, which is not general in nature and which indicates that rumours of an impending specific event or information specified in Part A and B of Part I of Schedule III, as soon as reasonably possible and not later than twenty-four hours from reporting of the event or information. While confirming any such event or information, the Company should also provide the current status of such event or information.

However, the aforesaid confirmation or denial shall be applicable to the Company only if it falls within top 100 listed entities by market cap (on or after 01<sup>st</sup> October, 2023) or top 250 listed entities by market cap (on or after 01<sup>st</sup> April, 2024).

#### **10.0 Disclosure**

The Company shall simultaneously disclose on its website on ([www.lotuseye.org](http://www.lotuseye.org)) all such events or information which has been disclosed to the Stock Exchanges under this policy or under the Listing Regulations, and such disclosures shall remain hosted on the website of the Company for minimum period of five years and thereafter as per the following archival policy of the Company:

**Archival Policy**-Disclosure pertaining to last five financial years and current financial year shall remain hosted on the website for easy viewing/ printing, preferably under different urls (Uniform Resource Locator). Thereafter depending on the nature, materiality, impact and relevance of the event/ information, the relevant disclosures can continue to remain hosted on the Company's website as may be decided by the Chief Financial Officer or Company Secretary from time to time. All other disclosures beyond the said period may be placed under a single consolidated url.

#### **11.0 Review**

The Board may review this policy as and when it deems appropriate. This Policy is being formulated keeping in mind the applicable laws, rules, regulations and standards, allowing or relaxing what was previously not allowed under any laws, rules, regulations and standards, then this policy shall be deemed to have been amended to the extent of such amendment. Also, if due to subsequent amendments in the laws, this policy or any part hereof becomes inconsistent with the law, the provisions of the law shall prevail and this policy shall be deemed to be amended to that extent.

**This Policy for Determination of Materiality of any Event / Information has been approved by the Board of Directors at the Board Meeting held on and shall be effective from the date of its approval. This Policy shall be hosted on the website of the Company.**

**Place:Coimbatore  
Date:**

**ForandonbehalfofBoardofDirectors  
Sd/-  
ManagingDirector**

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