GRP Ltd.
POLICY FOR DETERMINATION OF MATERIAL EVENT / INFORMATION
(As adopted by the Board of Directors on 20.5.2016)

1. PREAMBLE:

In terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circular issued under Regulations 30 read with regulation 101(2) in this regard, the Board of Directors (the "Board") of **GRP LIMITED** (the "**Company**") has adopted this policy at its meeting held on 20.5.2016 for determination of material event/information, so that such event/information can be promptly disclosed to the stock exchanges and on website of the Company, as per the prescribed regulations in order to enable investors to make well-informed decisions.

2. OBJECTIVE:

- To determine the events and information which in the opinion of the Board are material and needs to be disclosed to the Stock Exchanges as per the timeline hitherto defined.

- The policy is framed for the purpose of systematic identification, categorization, review, disclosure of information / events which are considered material or not but which may have a bearing on the performance of the Company and which may materially affect the share prices of the company and updation thereof on website of the Company.

3. All the Words and expressions used in this Policy, unless defined hereinafter, shall have meaning respectively assigned to them under the SEBI (LODR) Regulations, 2015 and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued there-under, and as amended from time to time.

4. The following shall be events/information, upon occurrence of which Company shall make disclosure to stock exchange(s) and on its website:

4.1 Events / information specified in Para A of Part A of Schedule III are deemed to be material events as per Regulation 30 (2) of the listing Regulation, which shall be disclosed without applying guidelines for materiality, as specified in sub-regulation (4) of regulation (30).

4.2 Events specified in Para B of Part A of Schedule III would be material events if so decided by the Key Managerial Personnel as per Regulation 30 (3) of the listing Regulation, which shall be disclosed upon application of the following guidelines for materiality, as specified in sub-regulation (4) of regulation (30):

4.2.1 The omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly. or

4.2.2 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.

4.2.3 In case where the criteria specified in sub-clauses (1) and (2) are not applicable, an event/information may be treated as being material if in the opinion of the Key Managerial Personnel, the event / information is considered material.

5. Key Managerial Personnel for the purpose of determining materiality of an event or information

The following persons are hereby jointly authorized to determine whether the event / information is material or not and in turn about its timeline for disclosure of information as specified above to the stock exchanges, subject to such information being placed at the earliest before the Board after the said information being made public.

Sr.No.	Name	Designation
1	Rajendra V. Gandhi	Managing Director
2	Harsh R. Gandhi	Joint Managing Director
3	Ganesh A. Ghangurde	Chief Compliance Officer
4	Shilpa Mehta	Chief Financial Officer

6. Procedural Guidelines for determination of materiality of events / information:

6.1 The Heads of the Department who are responsible for relevant areas of operations of the Company ("Responsible Officers") must report to the Key Managerial Personnel of the Company any event / information which may possibly be material or of which the Responsible Officer is unsure as to its materiality.

The event / information should be reported immediately after a Responsible Officer becomes aware of it. On receipt of communication of potential material event / information, the Key Managerial Personnel will:

- Review event / information.
- Assess whether the event / information is material. The test of materiality which will be generally applied will be whether the effect of the event / information is Ten (10) per cent or more of total revenue as per the last audited annual financial results of the Company. However, this may not be the sole criteria for determining the materiality of any information / event.
- Report the matter to the Managing Director if the event / information is material and requires disclosure under Regulation 30 of the Listing Regulations. Where the Key Managerial Personnel is not certain about materiality of event / information, they may refer matter for external legal advice.

a. The procedure to be followed in relation to the lodgment of announcement of material event / information is as follows:

i. Prepare draft announcement to the Stock Exchanges: If the event / information is material, Company will prepare draft announcement to the Stock Exchanges which is factual and expressed in clear manner and obtain approval of the Managing Director or Joint Managing Director of the Company.

ii. Lodgment of Announcements: Company will lodge or arrange for lodgment of the announcement with the Stock Exchanges.

iii. Posting of announcements on Company's website: After lodgment of the announcement with the Stock Exchanges, same will be placed on the website of the Company.

7. Any other information/event viz. major development that is likely to affect 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 holders of securities of the Company, to appraise its position and to avoid the establishment of a false market in securities of the Company.

8. Provided that any confidential information which, if disclosed, is likely to put at risk the business interest of the Company, shall not be disclosed. The Company to that extent shall make qualified disclosure to the stock exchanges.

9. In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, regulation or standard.

This policy has been amended by the Board of Directors at its meeting held on 27.05.2023.