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## Policy on “Materiality of Transaction” Version 1.3

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### Document Creation/Revisions:

Document Title	Policy on Materiality of Transaction
Version	1.3
Approver	Board of Directors
Approved on	March 12, 2025
Policy Owner	Secretarial Department
Signed By	Mr. Vikas Gupta, Company Secretary & Chief Compliance Officer

### Version History:

Version No.	Date	Prepared /Modified by	New/Modification	Reviewer
1	04.11.2015	Secretarial Department	New	Company Secretary & Compliance Officer
1.1	03.09.2019	Secretarial Department	Modification	Company Secretary & Compliance Officer
1.2	10.07.2023	Secretarial Department	Modification	Company Secretary & Compliance Officer
1.3	12.03.2025	Corporate Secretarial Compliance Department	Modification	Company Secretary & Compliance Officer

### SATIN CREDITCARE NETWORK LIMITED

Regd. Off: 5<sup>th</sup> Floor, Kundan Bhawan, Azadpur Commercial Complex, Azadpur, Delhi-110033.  
Corporate Off.: Plot No. 492, Udyog Vihar, Phase -3, Gurugram, Haryana – 122016.

CIN: L65991DL1990PLC041796



## **PREAMBLE & OBJECTIVE:**

We, at Satin Creditcare Network Limited is always committed towards providing Good Governance.

Securities and Exchange Board of India (“SEBI”) has issued SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 vide circular no. SEBI/LAD-NRO/GN/2015-16/013 dated September 02, 2015 wherein among other regulations, Regulation 30 specifies that every listed Company shall make disclosure to the Stock Exchange(s), of any events or information which in the opinion of the Board of Directors of the listed Company, is material.

## **DEFINITIONS:**

- i. **“Board”** shall mean Board of Directors of Satin Creditcare Network Limited;
- ii. **“Company”** shall mean Satin Creditcare Network Limited;
- iii. **“Compliance Officer”** shall mean the Company Secretary of the Company;
- iv. **“Policy”** shall mean Policy on Materiality of Transaction of the Company, as may be amended from time to time;
- v. **“SEBI Listing Regulations”** shall mean SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time;
- vi. **“Stock Exchanges”** shall mean the stock exchanges on which the securities of the Company are listed, i.e. National Stock Exchange of India Limited and BSE Limited

Any other term not defined herein shall have the same meaning as defined in the SEBI Listing Regulation or any other applicable law or regulation to the extent applicable to the Company.

## **OUR COMMITMENT:**

We, at Satin Creditcare Network Limited believes in managing and running business in compliance with all the applicable laws and regulations.

## **CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS/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; 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;
- (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 Company, the event or information is considered material.



## **DISCLOSURE OF EVENTS OR INFORMATION:**

- Events specified in Para A of Part A of Schedule III are deemed to be material events and the Company shall make disclosure of such events.
- The Company shall make disclosure of events specified in Para B of Part A of Schedule III, based on application of the guidelines for materiality, as specified under the criteria above.

Compliance Officer of the Company is authorised for the purpose of determining materiality of the events or information and for the purpose of making disclosures to Stock Exchange(s) under Regulation 30 of SEBI Listing Regulations *[In the absence of Compliance Officer of the Company, Chairman cum Managing director and Chief Financial Officer of the Company shall severally authorized in this regard.]*.

## **TIMELINES FOR DISCLOSURE:**

All events or information which are material in terms of the provisions of this regulation shall first be disclosed to the Stock Exchange(s) as soon as reasonably possible and in any case not later than the following:

- i. 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;
- ii. twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- iii. twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company:

Provided that disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines:

The Company shall, with respect to disclosures referred to in this regulation, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

Provided further that in case the disclosure is made after the timelines specified under this regulation, the Company shall, along with such disclosure provide the explanation for the delay.

The Company shall provide specific and adequate reply to all queries raised by Stock Exchange(s) with respect to any events or information

The Company may on its own initiative also, confirm or deny any reported event or information to Stock Exchange(s).

The Company shall disclose all events or information with respect to subsidiary which are material for the Company

In case an event or information is required to be disclosed by the Company in terms of the provisions of this regulation 30, 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.

## **WEBSITE DISCLOSURE AND ARCHIVAL**

The Company shall disclose on its website i.e. **www.satincreditcare.com** all such events or information which has been disclosed to Stock Exchange(s) under this regulation, and such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the Company, as disclosed on its website.



## **DISCRETION TO MAKE DISCLOSURE WHERE MATERIALITY TEST IS NOT SATISFAIED**

In case where an event occurs or an information is available with the Company, which has not been indicated in Para A or B of Part A of Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, but which may have material effect on it, the Company is required to make adequate disclosures in regard thereof.

## **INTERPRETATION, REVIEW AND AMENDMENT**

In the event of any conflict between the provisions of this Policy and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 / Act or any other statutory enactments, rules, the provisions of such SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 / Act or statutory enactments, rules shall prevail over this Policy.

The Board shall have power to review and approve any change(s)/amendment(s) in any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy according to subsequent modification(s)/amendment(s) to SEBI Listing Regulations

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