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POLICY FOR DETERMINATION OF MATERIALITY OF INFORMATION OR EVENT

E2E NETWORKS LIMITED (“Company”) believes in adequate and accurate disclosures of Information on an ongoing basis, in order to enable investors to make well informed and timely investment decisions. This would ensure transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations.

1) PURPOSE OF THE POLICY

The purpose of this policy is to determine materiality of events and information based on criteria specified under clause (i) of sub-regulation (4) of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Obligations”) and to ensure that the Company shall make disclosure of events/information specified in Para A and B of Part A of Schedule III of the Listing Regulations to the Stock Exchanges.

2) DEFINITIONS

In these regulations, unless the context otherwise requires:-

- a) **“Board of Directors”** means the board of Directors, of E2E Networks Limited as constituted from time to time;
- b) **“Company”** means E2E Networks Limited inclusive of its registered office.
- c) **“Policy”** shall mean this policy on the criteria for determining Materiality of events or information and as amended from time to time;
- d) **“Regulations”** shall mean Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.
- e) **“Schedule”** means a schedule annexed to these Regulations.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, Regulations or any other applicable law or Regulations to the extent applicable to the Company.



3). AUTHORITY TO MAKE DISCLOSURES:

Mr. Tarun Dua, Chairman cum Managing Director and Mrs. Srishti Baweja, Whole-time Director of the Company (Collectively “**Authorized Persons**”) shall, either individually or jointly, determine whether any disclosure needs be made to the Stock Exchanges under the Listing Regulations in relation to any event, based on their assessment of impact of such event against the materiality guidelines detailed below. The Authorized Persons may direct the Company Secretary / Compliance Officer or any other officer of the Company to communicate to the Stock Exchanges or other authorities, the information to be so disclosed, and shall ensure that the disclosures are suitably uploaded on the Company’s website.

4). DISCLOSURE OF INFORMATION RELATING TO EVENTS DEEMED TO BE MATERIAL:

In relation to all events that are listed under Para A of Part A of Schedule III to the Listing Regulations, the Company shall disclose to the Stock Exchanges, the information required by the Regulations in the manner required by the Regulations.

5). DETERMINATION OF MATERIALITY FOR OTHER EVENTS:

Events listed under Para B of Part A of Schedule III of the Listing Regulations shall be considered as material if they meet the requirement / criteria listed below:

- I. The omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- II. 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
- III. The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - (1) 2% of turnover, as per the last audited consolidated financial statements of the listed entity;
 - (2) 2% 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;
 - (3) 5% 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”.
- IV. Additionally, any other information, viz. any major development that is likely to affect business of the Company, e.g., 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 such securities, shall be disclosed



- V. In case where the criteria specified in sub-clauses (a) and (b) are not applicable, an event/information may be treated as being material if in the opinion of the board of directors of Company, the event / information is considered material.

6). DISCLOSURES

- a) The Company shall timely disclose the occurrence of all events and information as specified herein to the Stock Exchange not later than **30 minutes** from the closure of the Board meeting in which the decision pertaining to the event or information has been taken, **twelve hours** from the occurrence of the event or information, **in case the event or information is emanating from within the Company**; and **twenty four hours** from the occurrence of event or information in case the event or information is **not emanating from within the Company** in the following manner:

- i. Inform the stock exchanges on which the securities of the Company are listed;
- ii. Upload on the corporate website of the Company.

Provided that in case the disclosure is made after twenty-four (24) hours of occurrence of such event or information, the Company shall along with such disclosure(s) provide an explanation for the delay.

- b) The Company shall, with respect to disclosures referred to in the regulation, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations;
- c) The Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under the regulation, and such disclosure shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the standards of the Company, as disclosed on its website;
- d) The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information;
- e) The Company will on its own initiative also, confirm or deny any reported event or information to stock exchange(s), 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, but which may have material effect on it.

- f) Where the Authorized Persons are satisfied that although a particular event does not meet the test of materiality as above, disclosure of information in relation thereto will ensure that investors are better informed with regard to the Company or non-disclosure of such information will distort the market for the Company's securities, such information may be disclosed to the Stock Exchanges under the Listing Regulations.

7). COMMUNICATION OF THIS POLICY

Communication of this Policy for all new Employees and Directors, a copy of this Policy shall be handed over as a part of the joining documentation, along with other policies. For all existing Employees and Directors, a copy of this Policy shall be handed over within one month of the adoption of this Policy by the Board of Directors of the Company. This Policy shall also be posted on the web-site of the Company.

8). AMENDMENTS IN THE POLICY

- a) The Board of Directors are authorized to make modifications/amendments to this policy in consonance to the provisions of Listing Regulation and any amendment thereto and the decision of the board in this respect shall be final and binding.
- b) Any subsequent amendment/modification in the Regulation and/or other applicable laws in this regard shall automatically apply to this policy.