

TRIDENT LIMITED

Name of the Policy	Policy for determination of materiality of events or information
Policy Custodian	Company Secretary
Date of Last amendment	November 14, 2023
Date of further amendment/review	<ul style="list-style-type: none">• November 06, 2024• January 24, 2025

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

INTRODUCTION

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) requires every listed entity to make disclosures of any events or information (collectively called “events”) which in the opinion of the Board of Directors, are material.

Trident Limited (“Trident” or “Company”) is governed by the Companies Act, 2013 (“The Act”), the Rules and Regulations framed thereunder by Ministry of Corporate Affairs (“MCA”) and LODR Regulations and this Policy with regard to determination of materiality of events or information which are required to be disclosed to the Stock Exchanges in terms of Regulation 30 of the LODR Regulations.

Accordingly, this Policy has been designed considering that stakeholders of the Company need timely, sufficient & reliable information and communication in a coherent manner regarding material events that matters/make influence on the Company as also the regulatory requirements of Regulation 30 of the LODR Regulations.

This Policy shall also act as a guide and assist the relevant employees of Company in identifying any potential material event or information and reporting the same to the Authorized Person for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s).

DEFINITIONS

1. “Authorized Person” means one or more Key Managerial Personnel duly authorised by the Board of Directors, from time to time, for the purpose of determining the Materiality of any event or any transaction or information and for the purpose of making disclosure to Stock Exchange(s). The contact details of the Authorised Person Authority, and any changes therein as may be determined by the Board, shall be disclosed to the stock exchange(s) and as well as uploaded on the Company's website i.e. www.tridentindia.com.
2. “Company”, “This Company” or “The Company”, wherever occur in the policy shall mean “Trident Limited”.
3. “Policy” or “this policy” means “Policy for determination of materiality of events or information”.
4. “Stock Exchanges” means where the equity shares of the Company are listed i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
5. “Material Events” shall have the same meaning as defined under the LODR Regulations.
6. Mainstream Media” shall include print or electronic mode of the following:
 - i. Newspapers registered with the Registrar of Newspapers for India;
 - ii. News channels permitted by Ministry of Information and Broadcasting under Government of India;
 - iii. Content published by the publisher of news and current affairs content as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021; and
 - iv. Newspapers or news channels or news and current affairs content similarly registered or permitted or regulated, as the case may be, in jurisdictions outside India;

INTERPRETATION

Terms that have not been defined in this Policy shall have the same meaning assigned to them under the Companies Act, 2013, SEBI Act, 1992 and LODR Regulations, or any other laws or regulations applicable and/or amended from time to time, as the case may be.

KEY PRINCIPLES

1. The events as specified in Para (A) of Part A of Schedule III of the LODR Regulations shall be disclosed irrespective of any threshold, being deemed to be material events.
2. The events as specified in Para (B) of Part A of Schedule III of the LODR Regulations shall be disclosed on application of the guidelines for Materiality.
3. The disclosure with respect to events for which timelines have been specified in regulation 30 read with Part A and B of Schedule III under Listing Regulations and such other notifications/circulars/amendments issued in this regard, shall be made within such timelines. In case there is a delay in disclosing the event/information to the Stock Exchanges, in terms of this Policy, the Company shall provide appropriate explanation for such delay.
4. The Company shall also disclose all events or information with respect to subsidiaries which are material for the Company.
5. The Company shall confirm, deny or clarify any reported event or information in the Mainstream Media (as defined under LODR Regulations) which is not general in nature, and which indicates that rumors of an impending specific material event or information in terms of the provisions of the LODR Regulations being circulated amongst the investing public. Such disclosure will be as per the timelines prescribed under LODR Regulations.
6. 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.
7. The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information.
8. 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, the Company is required to make adequate disclosures in regard thereof.
9. The Company shall disclose other events/information meeting the materiality criteria/threshold as per this Policy as soon as reasonably possible, when the credible and concrete information of the occurrence comes to the Company or as required under the applicable provisions of the LODR Regulations.
10. In case an event or information is required to be disclosed by the Company in terms of the provisions of this regulation, 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.
11. The format of disclosure shall be as prescribed by SEBI under LODR Regulations, from time to time.

CRITERIA FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

Materiality of events will be determined on a case-to-case basis depending on the facts and the circumstances pertaining to the event or information listed in Para B of Part A of Schedule III of the LODR Regulations. In order to determine whether a particular information/event is material, the following criteria shall be considered:

- a. Where the omission of an event or information, is likely to result in discontinuity or alteration of the event or information already available publicly; or
- b. Where 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. Where 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 tax¹, as per the last three audited consolidated financial statements of the Company;
- d. Where the criteria specified in sub-clauses (a) (b) and (c) above are not applicable, an event / information may be treated as being material, if in the opinion of Board of Directors/Authorised Person of the Company, the event / information is deemed fit to be considered as material.

AUTHORISED PERSON FOR DETERMINING MATERIALITY AND DISSEMINATION OF THE INFORMATION THEREUNDER

As prescribed under Regulation 30 of LODR Regulations, the Board of Directors of the Company has jointly or severally authorised the following Key Managerial Personnel(s), for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s):

1. Managing Director
2. Chief Financial Officer
3. Company Secretary

RESPONSIBILITIES

- a) To decide the materiality of any event which may qualify for disclosure and settle any interpretation issue relating thereto.
- b) To review and finalize the details to be disclosed to the Stock Exchanges.
- c) To determine the occurrence of an event to be reported to the Stock Exchanges with in time specified under the Listing Regulations.

¹ In terms of SEBI Circular dated July 13, 2023, the average of absolute value of profit or loss is required to be considered by disregarding the 'sign' (positive or negative) that denotes such value as the said value / figure is required only for determining the threshold for 'materiality' of the event and not for any commercial consideration.

- d) To finalize the required disclosures to be made to the Stock Exchanges.
- e) To consider the events, other than those mentioned in Annexure A and B, which may require disclosures to be made to the Stock Exchanges.
- f) To provide specific and adequate reply on behalf of the Company to all queries raised by the Stock Exchanges with respect to any events.
- g) All such disclosures shall either be duly signed by Managing Director or Chief Financial Officer or Company Secretary of the Company.

The Company will disclose all the material events / information and such other filings as required under the LODR Regulations as per the timelines prescribed thereunder.

WEBSITE DISCLOSURES AND ARCHIVAL

The Company shall disclose on its website 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 listed entity for a minimum period of five years and thereafter as per the archival policy of the Company, as disclosed on its website.

LIMITATION AND AMENDMENT

In the event of any conflict between the provisions of this Policy and of the LODR Regulations or of the Act or any other statutory enactments, Rules, the provisions of LODR Regulations or such Act or statutory enactments, Rules shall prevail over this Policy. Any subsequent amendment / modification in the LODR Regulations, Act, Rules and/or applicable laws in this regard shall automatically apply to this Policy.
