



HT MEDIA LIMITED

**POLICY FOR DETERMINING MATERIALITY OF
EVENTS/INFORMATION FOR DISCLOSURE TO STOCK EXCHANGES**

1.0 OBJECTIVE

- 1.1 This Policy may be called the '*Policy for determining materiality of events/information for disclosure to stock exchanges*' (the '*Policy*').
- 1.2 The Policy is framed to lay principles for determination of materiality of events/information for the purpose of disclosure to stock exchanges where the securities of HT Media Limited (**'the Company'**) are listed, in accordance with, and to comply with the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**).
- 1.3 The Policy has been approved by the Board of Directors (**'the Board'**) on 19th November, 2015 and was further amended by the Board on 28th July, 2023.

2.0 DEFINITIONS

The capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Companies Act, 2013, Rules made thereunder and/or the SEBI Listing Regulations (**'Statutory Provisions'**), as the case may be.

3.0 MATERIAL INFORMATION/EVENTS

- 3.1 Events/information specified in Para A of Part A of Schedule III of the SEBI Listing Regulations, shall deemed to be material events/information and the Company shall make disclosure of such events/information to the stock exchanges.
- 3.2 Events/information specified in Para B of Part A of Schedule III of the SEBI Listing Regulations *shall* be considered 'material' basis the following criteria mentioned in Listing Regulations, as amended from time to time:
- (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;
 - (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

Provided that in the event the above stated criteria is updated consequent to any amendments in the SEBI Listing Regulations, the same shall be brought to the notice of the Board.

- 3.3** The Company shall disclose the events or information with respect to its subsidiary companies which are material for the Company.
- 3.4** In case of an event/information where materiality thresholds prescribed in para 3.2 above are not applicable, the Company may make disclosure of the same, if in the opinion of the Board of the Company, the event/information is considered material.
- 3.5** Any two of Chief Executive Officer & MD, Group Chief Financial Officer and Group General Counsel & Company Secretary, CHRO and Chief Strategy Officer acting jointly, provided that atleast one is a KMP (designated as such under the Companies Act, 2013), shall determine the materiality of any event/ information and disclose the same to the stock exchanges.

4.0 DISCLOSURE

The Company shall host the Policy on its website www.htmedia.in.

5.0 REVIEW / AMENDMENT

The Policy can be amended, abrogated or modified by the Board, from time to time.