

**POLICY FOR DETERMINING MATERIALITY OF EVENTS
OR INFORMATION**

[Pursuant to Regulation 30 of Chapter IV of SEBI (Listing Obligations
& Disclosure Requirements) Regulations, 2015]

HB ESTATE DEVELOPERS LIMITED

POLICY FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

1. Introduction:

The Board of Directors (the “Board”) of HB Estate Developers Limited (the “Company” or “HBEDL”) in their meeting held on 10th February, 2016, has adopted the following policy and procedures with regard to determination of Materiality of Events or Information which could affect the investment decisions and ensure timely and adequate dissemination of Information to the Stock Exchange.

2. Title:

This Policy shall be called “Policy for determining Materiality of Events or Information”. This Policy is formulated in terms of Regulation 30 of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. Objective:

The objective of the Policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated to the stock exchange and investor community in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality to take well informed investment decisions with regard to the securities of the Company.

4. Definitions:

“**Board of Directors**” or “**Board**” means the Board of Directors of HB Estate Developers Limited, as constituted from time to time.

“**Company**” means HB Estate Developers Limited.

“**Policy**” means this Policy, as amended from time to time.

“**Stock Exchange**” means a recognised Stock Exchange as defined under Clause (f) of Section 2 of Securities Contracts (Regulation) Act, 1956.

“**Listing Regulations**” means Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements), 2015.(SEBI ‘LODR’, Regulations, 2015)

5. Policy and its Applicability:

Information relating to material events and which is price sensitive in nature, shall be promptly disseminated to the Stock Exchanges. For this purpose, material event means any information which relates to the Company and which, if published is likely to materially affect the price of shares of the Company.

- i. The Company shall make disclosure of events specified in Para A of Part A of Schedule III of the of SEBI(LODR) Regulations, 2015 (as may be amended from time

to time) without any application of the guidelines as specified in sub-regulation (4) of Regulation 30 of SEBI(LODR) Regulations, 2015.

- ii. The Company shall make disclosure of events specified in Para B of Part A of Schedule III of the Listing Regulations, as may be amended from time to time, based on application of the guidelines/ criteria for determination of materiality as specified in Para 4.
- iii. Any other information/event viz. major development that is likely to affect business, e.g. any change of accounting policy that may have a significant impact on the accounts and brief details thereof and any other information which is exclusively known to the Company which may be necessary to enable the shareholders of the Company to appraise its position and to avoid the establishment of a false market in such securities, would be disclosed as advised by the Board from time to time.
- iv. The Company shall make disclosures of any events or information which, in the opinion of the Board of Directors, is material. In case where an event occurs or information is available with the company, which has not been indicated in sub-para i, ii and iii above, but which may have material effect on it, the Company would make adequate disclosures in regard thereof.

6. Criteria for determination of materiality of events / information

The Company shall consider the following 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;
- c) 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 listed entity, the event / information is considered material.

Without prejudice to the generality of a, b and c above, the Company may make disclosures of event/information as specified by the Board from time to time.

7. Guidance on when an Event/Information is deemed to occur

The Company shall apply below guidelines on when an event / information is deemed to be occurred:

- 1) The events / information shall be said to have occurred upon receipt of approval of Board of Directors e.g. further issue of capital by rights issuance and in certain events/information after receipt of approval of both i.e. the Board and the Shareholders.
- 2) The events / information that may be of price sensitive nature for e.g. decision on declaration of dividends etc., disclosure shall be made on receipt of approval of the event by the Board of

Directors, pending Shareholder's approval.

3) In case of other events, when the Company becomes aware of such events / information.

8. Disclosure of material events / information

The Company shall disclose to the stock exchange(s) of all events, specified in Part A of Schedule III of SEBI(LODR) Regulations, 2015, or information as soon as reasonably possible and not later than 24 hours from the occurrence of the event/information. In the event the disclosure is made after 24 hours of occurrence of the event or information, the Company shall, along with such disclosures provide an explanation for such delay.

The disclosure with respect to events specified in sub-para 4 of Para A of Part A of Schedule III of SEBI(LODR) Regulations, 2015, i.e. outcome of meetings of the Board of Directors, shall be made within thirty minutes of the conclusion of the board meeting.

The Company shall make disclosures to the Stock Exchange updating the material developments pertaining to material events on a regular basis, till such time the event is resolved/closed with relevant explanations.

9. Authorization for disclosures

The Managerial Personnel as decided by the Board of Directors of the Company who are authorized to determine materiality of an event or information and to make disclosures to stock exchanges are mentioned at the end of this policy along with their contact details.

10. Disclosure on the website of the Company

All such events or information which has been disclosed to stock exchanges under the Listing Regulations shall be made available on the Company's website for a minimum period of five years. The Policy and the contact details of the persons authorized by the Board shall be available on the website of the Company.

11. Scope and Limitation

In the event of any conflict between the provisions of this Policy and the SEBI (LODR) Regulations, 2015/ Companies Act, 2013 or any other statutory enactments, rules, the provisions of such Listing Regulations / Companies Act, 2013 or statutory enactments, rules shall prevail over this Policy.

12. Amendment

The Board of Directors of the Company reserves the right to amend or modify this Policy in whole or in part, as may be required, at any point of time.

The contact details of the personnel for determining materiality of an event or information or making disclosure are as under:

S. No.	Name	Designation	Contact Details
1	Mr. Rajesh Jain	Director	Plot No.- 31, Echelon Institutional Area, Sector-32, Gurgaon-122001 Ph No.- 0124-4675500 E-mail- rajeshjain@grouphb.in
2	Mr. Praveen Gupta	Chief Financial Officer	Plot No.- 31, Echelon Institutional Area, Sector-32, Gurgaon-122001 Ph No.- 0124-4675500 praveengupta430@gmail.com
3	Mr. Rajesh Singh Chahar	Company Secretary	Plot No.- 31, Echelon Institutional Area, Sector-32, Gurgaon-122001 Ph No.- 0124-4675500 E-mail- corporate@hbestate.com