



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

Title

This policy shall be known as the “Policy for Determination of Materiality of Events / Information of Global Health Limited” (the “Policy”) and has been made pursuant to Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”).

Applicability

This Policy shall be applicable to Global Health Limited.

Definitions

In this Policy:

“**Act**” means the Companies Act, 2013, rules framed there under and any amendments thereto;

“**Applicable Law**” include any statute, law, regulation, ordinance, rule, judgment, order, decree, bye-law, clearance, directive, guideline, notification and clarification issued by any governmental, regulatory or statutory authority or other governmental instruction and/or mandatory standards, as may be applicable to the Company, and as amended from time to time;

“**Board**” means the board of directors of the Company or its committees;

“**Company**” shall mean Global Health Limited;

“**Compliance Officer**” shall mean the Company Secretary of the Company, who is in whole time employment of the Company, not more than one level below the board of directors and shall be designated as a Key Managerial Personnel;

“**CFO**” shall mean the Chief Financial Officer of the Company or such other person, by whatever name called, who supervises the finance function of the Company;

“**PIT Code**” shall mean the Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons adopted by the Board of Directors of the Company;

“**SOP**” shall mean Global Health Limited Standard Operating Procedure (SOP) on Disclosure of events to Stock Exchanges.

“**Stock Exchanges**” shall mean the stock exchanges on which the securities of the Company are listed.

Words and terms used in this Policy and not defined herein, but defined in the Listing Regulations, the PIT Code, the Securities Contracts (Regulation) Act, 1956, the

Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 or the Companies Act, 2013, shall have the meanings respectively assigned to them in such code or legislation.

Disclosure of information to Stock Exchanges

A. Information which are deemed material to be disclosed

All events that are listed under Para A of Part A of Schedule III to the Regulations, shall be disclosed to the Stock Exchanges along with the details as required by the Regulations in the prescribed manner.

B. Information to be disclosed subject to materiality

All events that are listed under Para B of Part A of Schedule III to the Regulations, shall be disclosed to the Stock Exchanges subject to guidelines for materiality along with the details as required by the Regulations in the prescribed manner.

Any information/ events with respect to subsidiary of the Company which are material for the Company, shall also be disclosed to the Stock Exchanges.

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

**Dissemination of information to public through media / news channel / otherwise by the Company's official(s) shall be disseminated after giving due intimation to Stock Exchanges.*

Guidelines for Materiality

I. Qualitative Approach

The event/information is consider material if it satisfy any of the given below condition:

- (a) the omission of an event or information, which is likely to result in discontinuity or alteration of event/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

II. Quantitative Approach

The event/information is material if it is having value or the expected impact in terms of value, exceeding the lower of the following:

- (i) 2% of turnover, as per the last audited consolidated financial statements of the Company;

- (ii) 2% 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) 5% of the average of absolute value of profit or loss after tax, as per the last three year audited consolidated financial statements of the Company.
- III. In case where the criteria specified in (I) and (II) (as covered under above point) is not applicable, an event or information may be treated as being material if in the opinion of Board of Directors or any other authorised key managerial person of the Company, the event or information is considered material.

Authority for determination of materiality for other events

The Chairman & Managing Director and /or Group CEO for the time being in consultation with Group CFO, CS and General Counsel of the Company shall determine the materiality of events listed under Para B of Part A of Schedule III of the Listing Regulations, which shall be considered material and shall be disclosed to Stock Exchange(s) within the prescribed timelines.

Discretion to make disclosures where materiality test is not satisfied

Where the Chairman & Managing Director and /or Group CEO for the time being in consultation with Group CFO, CS and General Counsel of the Company 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.

The Compliance Officer shall have authority to disclose any event that he considers important in furtherance of his responsibilities under the Act or Listing Regulations or Applicable Law, without application of any materiality threshold limits.

Guidance on occurrence of an Event or Information

The guidelines for determining when an information/event is considered to be occurred are as follows:

- a) **Information emanating within the Company:** Execution of terms, final discussion or approval of Board of Directors and in instances where there is no execution, final discussion or approval required it will depend upon the timing when the Responsible Person became aware of such events/information.
- b) **Information/Event emanating out of Board Meetings:** The time of closure of the Board Meeting in which that information/event is approved.

- c) **Information not emanation within the Company** : The events/Information can be said to be occurred, as soon as, Officer of the Company became aware of such information or has or ought to have reasonably come into possession of the information in the performance of his duties under normal course of the Business.

Timeline (Upper Time Limit) for disclosure of information to Stock Exchanges

- a) All the material information/events occurring as outcome of Board Meeting: Immediately but not later than **30 Min** from closure of Board Meeting.

In case the meeting of the board of directors closes after normal trading hours of that day but more than three hours before the beginning of the normal trading hours of the next trading day, Company shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting.

Further, in case the meeting of the board of directors is being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of such meeting for the day on which it has been considered.”

- b) All material information/events emanating from within the Company and Subsidiaries: Immediately but **not later than 12 hours** from the occurrence of event.
- c) All material information/events not emanating from within the Company and Subsidiaries: Immediately but **not later than 24 hours** from the occurrence of event.
- d) Any material modification/development in the material information/event already disclosed shall be informed to Stock Exchanges within the time limit prescribed above till the event is resolved/closed.
- e) In case the disclosure is delayed i.e. after prescribed timeline, the Company shall along with such disclosure provide explanation for delay as may be necessary.

Manner of identifying potential Material Events

The relevant employees shall identify and inform potential material events to the concern person in the manner as provided in SOP governing disclosure under Reg. 30 of the Company.

Publication of the Policy

This Policy, upon its adoption by the Board of Directors of the Company, along with contact details of the persons authorised to make disclosures hereunder, shall be uploaded on the Company’s website and any updates hereto shall be promptly reflected on the Company’s website. The Company shall disclose on its website all

such events or information which have been disclosed to the relevant stock exchanges under this Policy, 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.

Review / Amendment

The Board of Directors can amend this Policy, as and when deemed fit. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.