

NAMAN INDUSTRIES PROXIMA LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF THE EVENT OR INFORMATION

*Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations, 2015*

{As approved by the Board of Directors of the company in the board meeting held on August 22nd, 2025}

1. PREAMBLE:

The Board of Directors (the “**Board**”) of Naman Industries Proxima Limited (the “**Company**”) has framed this Policy for Determination of Materiality of events or information (“**Policy**”) pursuant to Clause (ii) of sub-regulation (4) of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), as amended from time to time. Regulation 30 requires every listed entity to make timely, adequate, and accurate disclosure of all material events or information which, in the opinion of the Board, may have a bearing on the performance or operations of the Company or may affect investors' decisions. This Policy has been formulated to provide a robust framework for identifying, assessing, and disclosing material information or events in a fair and transparent manner, thereby enabling investors to make well-informed investment decisions.

2. MATERIAL DISCLOSURES

Any information or event, whether positive or negative, should be regarded as “material” if it meets the qualitative and/ or quantitative criteria for materiality set out in this Policy, or is deemed to be material under the Applicable Laws. Materiality will be determined on a case to-case basis depending on specific facts and circumstances relating to the information/event, and Applicable Laws.

The following listed events shall be deemed to be material and shall be disclosed within the prescribed time to the Stock Exchanges where the Securities of the Company are listed without application of materiality criteria:

- a. Events Specified in Para A of Part A of Schedule III of the Listing Regulations without any application of guidelines for materiality as specified in sub regulation (4) of Regulation 30 of Listing Regulations;
- b. Events Specified in Para B of Part A of Schedule III of the Listing Regulations subject to application of guidelines for materiality as specified in sub regulation (4) of Regulation 30 of Listing Regulations;
- c. Any other events/ information viz. any major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any 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; and

- d. Any other information as may be determined by the Board from time to time.

3. MATERIALITY ASSESSMENT:

Materiality shall be determined on case to case basis depending on the specific facts and circumstances relating to the event/ information relevant to the Company, , and Applicable Laws.

I. Qualitative Criteria:

- a. the omission of such event or information is likely to result in discontinuity or alteration of event or information already available publicly; or
- b. the omission of such event or information is likely to result in significant market reaction if the said omission came to light at a later date.

II. Quantitative Criteria:

If the value or the expected impact in terms of value of such event or information exceeds the lower of the following:

- a. ten percent of turnover, as per the Company's last audited annual financial statements;
- b. ten percent of net worth, as per the Company's last audited annual financial statements, except in case the arithmetic value of the net worth is negative;
- c. ten percent of the average of absolute value of profit or loss after tax, as per the Company's last three audited annual financial statements.

Notwithstanding anything stated above, the Board of Directors of the Company may prescribe any other criteria, from time to time, to determine materiality of events/information under this Policy. However, such criteria shall not dilute the requirements prescribed under the SEBI Listing Regulations.

4. GUIDELINES FOR DETERMINING WHEN THE MATERIAL EVENT/ INFORMATION HAS OCCURRED AND TIMELINES FOR DISCLOSURE:

The determination of the time when material event/information can be said to have occurred would depend either upon the stage of negotiation/discussion or approval and the events where no such negotiation/ discussion or approval is required, the event/information can be said to have occurred as and when the management become aware of the same.

The Company shall disclose all events or information within the timelines specified in the SEBI Listing Regulations and other applicable Laws. In Absence of the timeline for disclosure under

law, the information shall be disclosed within 24 hours from the time of occurrence if the Material Event. Statutory timeframes for disclosure shall be adhered to delay, if any, should be sufficiently explained along with the disclosure.

The Company shall confirm, deny or clarify, upon material price movement as may specified by stock exchanges/ SEBI, any reported event/ information in the mainstream media which is not general in nature and which indicates that rumour of an impending specific event/ information is circulating amongst the investing public within the timelines specified under law. The confirmation/ denial/ clarification shall be made as per regulation 30(11) of the Listing Regulations, as amended from time-to-time, circulars/ notifications issued by SEBI/ stock exchanges in this regard and in accordance with Industry Standard Note on verification of market rumours under Regulation 30(11) issued by Industry Standard Forum ('ISF').

5. AUTHORISED KEY MANAGERIAL PERSONNEL (KMP) FOR DETERMINING THE MATERIALITY:

The following KMP's are hereby jointly and/or severally authorized by the Board of Directors for determining materiality of an event or information for the purpose of making disclosures to the Stock Exchanges:

Sr No.	Particulars	Designation /Contact No.
1.	Mr. Raju Paleja	Chairman and Managing Director Contact: +91-8087042862
2.	Mr. Jay Jitendra Shah	Whole-time Director Contact: +91-8087042862
3.	Ms. Foram Rupin Desai	Whole-time Director Contact: +91-8087042862
4.	Ms. Trupti Ketan Gothankar	Chief Financial Officer Contact: +91-8087042862
5.	CS Roshni Tiwari	Company Secretary and Compliance Officer Contact: +91-8087042862

6. AMENDMENT:

The Board may review and amend this Policy from time to time, as may be deemed necessary. Any change in the Policy shall be approved by the Board of the Company. The Board shall have the right to withdraw and/ or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. In case any provisions of the Policy are contrary to or inconsistent with the provisions of the Companies Act, 2013, rules framed thereunder and SEBI Listing Regulations ("Statutory Provisions"), the provisions of Statutory Provisions shall prevail.

7. DISSEMINATION OF THE POLICY:

The policy shall be hosted on the website of the Company i.e. <https://nipl.co/investor>.

For Naman Industries Proxima Limited

Director