



POLICY FOR DETERMINATION OF MATERIALITY OF INFORMATION OR EVENTS

1. Introduction

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (hereinafter referred to as “SEBI Listing Regulations”) every listed Company shall frame a policy for determination of Materiality based on the criteria specified in the said regulations. This policy inter alia provides for methodology for determining an event or information to be categorized as material which would then be required to be intimated to Stock Exchanges where the shares of the Company are listed.

2. Definitions

- i. “Act” means the Companies Act, 2013 including any amendment or modification thereof.
- ii. “Board” means the Board of Directors of the Company or its Committee.
- iii. “Company” means Imagicaaworld Entertainment Limited.
- iv. “Key Managerial Personnel” means the personnel as defined under sub-section 2(51) of the Companies Act, 2013.
- v. “Officer” shall have the same meaning as defined under the Companies Act, 2013 and shall also include promoter of the Company.
- vi. “Stock Exchange or Exchanges” shall mean BSE Limited and National Stock Exchange of India Limited.
- vii. “Subsidiary” means a subsidiary as defined under sub section (87) of section 2 of the Companies Act, 2013.

Any other term not defined herein shall have the same meaning as defined in the SEBI Listing Regulations, Companies Act, 2013, Securities Contract Regulation Act or any other applicable law or regulations.

3. Criteria for Determination of Materiality of Events / Information

- i. The events specified in Para A of Part A of Schedule III of the SEBI Listing Regulations shall be deemed to be material events and the Company shall make disclosure of such events. The Company shall make disclosure of events specified in Para B of Part A of Schedule III of the SEBI Listing Regulations, based on application of the guidelines for materiality, as specified in Regulation 30(4) of the Regulations, to the stock exchanges, pursuant to which, the following criteria shall be considered for determination of materiality of events / information:



- a) Where the omission of an event or information, is likely to result in discontinuity or alteration of 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 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:
 - two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
 - two percent of net worth, as per the last audited consolidated financial statements of the listed entity, except in case the arithmetic value of the net worth is negative;
 - 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 listed entity;
 - d) In cases where the criteria specified in sub-clauses (a),(b) and (c) are not applicable, an event/information may be treated as being material if in the opinion of the Board the event/information is considered material.
- ii. Any other information/event viz. 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 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.
 - iii. 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 Para A and Para B of of Part A of Schedule III of the SEBI Listing Regulations, but which may have material effect on it, the Company would make adequate disclosures in regard thereof.

4. Guidelines on Occurrence of an Event / Information

The occurrence of material event/information would be either by the Company's own accord or not in the hands of the Company. It can be categorized as under:

- (i) depends upon the stage of discussion, negotiation or approval; and
- (ii) in case of natural calamities, disruptions etc., it would depend upon the timing when the company became aware of the event/information.

In respect of the events under 4(i), the events/information can 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. Board of Directors and Shareholders. However,



considering the price sensitivity involved, for certain events 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. In case in-principle approval or approval to explore (which is not final approval) is given by the Board of Directors, the same shall not require disclosure under regulation 30 of the SEBI Listing Regulations

In respect of the events under 4(ii), the events/information can be said to have occurred when the Company becomes aware of the events/information, or as soon as, an officer of the entity has, or ought to have reasonably come into possession of the information in the course of the performance of his duties.

5. Disclosure of Material Events / Information

- i. The listed entity shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case not later than the following:
 - (a) thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken;
 - (b) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;
 - (c) twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity.

Provided that disclosure with respect to events for which timelines have been specified in Part A of Schedule III of the SEBI Listing Regulations shall be made within such timelines:

Provided further that in case the disclosure is made after the timelines specified under this regulation, the listed entity shall, along with such disclosure provide the explanation for the delay.

- ii. The Company shall make disclosures updating the material developments pertaining to material events on a regular basis, till such time the event is resolved/closed, and to be disclosed to the stock exchanges with relevant explanations.
- iii. 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 Company for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website.
- iv. The Company shall also disclose all events or information with respect to subsidiaries which are material, if any, for the Company.
- v. The Company may on its own initiative also, confirm or deny any reported event or information to stock exchange(s).



- vi. As per regulation 30 (12) of the SEBI Listing Regulations, 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 of the SEBI Listing Regulations, but which may have material effect on it, the Company is required to make adequate disclosures in regard thereof.

The aforesaid disclosure criteria is in accordance with regulation 30 of the SEBI Listing Regulations and thereof, any modification and/or amendment made thereto in the regulation, shall automatically apply upon the aforementioned disclosure criteria.

6. Disclosure Process

The Chief Executive Officer, Chief Financial Officer, Company Secretary are severally authorised to make the disclosure of material event/information to the Stock Exchanges or any other as may be authorised by the Board of Directors of the Company. Subsequent to the disclosure to the Stock exchanges, material event/information should be hosted on the website of the Company.

7. Amendment

The Board shall review and amend this Policy, as and when deemed fit. Any subsequent amendment/modification in the Regulation and/or other applicable laws in this regard shall automatically apply to this policy.

Approved by:	Board of Directors
Formulated on:	January 28, 2016
Revision:	February 5, 2019 August 10, 2023