



RUSHIL DÉCOR LIMITED

Regd. Office: S. No. 125, Near Kalyanpura Patia, Village Itla, Gandhinagar Mansa Road, Tal. Kalol, District: Gandhinagar- 382845 Gujarat, India. **CIN:** L25209GJ1993PLC019532
Ph.: 079-61400400 **Fax:** 079-61400401 **E-mail:** ipo@rushil.com **Web site:** www.rushil.com

POLICY FOR DETERMINATION OF MATERIALITY AS PER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

1. INTRODUCTION

The Board of Directors (the “Board”) of Rushil Decor Ltd (the “Company”) has adopted the following policy and procedures with regard to disclosures of any events or information which is material. This policy shall be applicable to the Company with effect from 1st December, 2015. This Policy was approved and adopted by the Board of Directors in their meeting held on 7th November, 2015 and revised the same in the Board Meeting held on 9th August, 2023 as well as in the Board Meeting held on 28th January, 2025.

2. OBJECTIVE

This policy deals with determination of materiality, based on criteria specified in sub-regulation (4) of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said sub regulation states that “The listed entity shall frame a policy for determination of materiality, based on criteria specified in this sub-regulation, duly approved by its board of directors, which shall be disclosed on its website.”

Thus, the purpose of this policy is the determination of materiality of events or information that to be published or disclosed.

3. DEFINITIONS

- 3.1 “Act” means Companies Act, 2013 read with Rules framed there under.
- 3.2 “Board of Director” or “Board” means the Board of Directors of Rushil Décor Limited, as constituted from time to time.
- 3.3 “Company” means Rushil Décor Limited.
- 3.4 “Listing Regulation” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as prescribed by SEBI on 2nd September, 2015 read with it’s amendments thereof from time to time.

All the words and expressions used in this policy, unless otherwise defined in this policy, shall have meaning respectively assigned to them under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and circulars made/issued thereunder, as amended, from time to time.

4. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION

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) the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - (1) two percent of turnover, as per the last audited consolidated financial statements of the Company;
 - (2) 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;
 - (3) 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.
- (d) In case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, an event or information may be treated as being material if in the opinion of the board of directors of the listed entity, the event or information is considered material:

Provided that this policy for determination of materiality shall assist the relevant employees of the Company in identifying any potential material event or information and reporting the same to the authorized Key Managerial Personnel, in terms of sub-regulation (5) of Regulation 30 of the SEBI LODR Regulations, for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s).

5. EVENTS / INFORMATION WHICH SHOULD BE DISCLOSED

A. EVENTS THAT HAVE TO BE NECESSARILY DISCLOSED WITHOUT APPLYING ANY TEST OF MATERIALITY:

The events as mentioned in Para A of Part A of Schedule III of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 as amended from time to time.

B. EVENTS THAT SHOULD BE DISCLOSED BY THE COMPANY, IF CONSIDERED MATERIAL:

The events as mentioned in Para B of Part A of Schedule III of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 as amended from time to time.

6. AUTHORITY FOR DETERMINING MATERIALITY OF AN EVENT OR INFORMATION

The board of directors of the Company has severally authorized to Mr. Krupesh G. Thakkar and/or Mr. Rushil K. Thakkar, Directors and/or Mr. Keyur M. Gajjar, Chief Executive Officer and/or Mr. Hiren B. Padhya, Chief Financial Officer and/or Mr. Hasmukh K. Modi, Company Secretary of the Company for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) under this policy and Listing regulation.

The contact detail of these authorised personnel is as follows which is disclosed to the stock exchange(s) and also available on the Company's website at www.rushil.com.

Sr. No	Name of Key Managerial Personnel	Designation	Contact No.	Email ID
1.	Mr. Krupesh G. Thakkar	Chairman and Whole Time Director	079 61400 400	krupesh@rushil.com
2.	Mr. Rushil K. Thakkar	Managing Director	079 61400 400	rkt@rushil.com
3.	Mr. Keyur M. Gajjar	Chief Executive Officer	079 61400 400	keyur@rushil.com
4.	Mr. Hiren B. Padhya	Chief Financial Officer	079 61400 400	hiren.padhya@rushil.com
5.	Mr. Hasmukh K. Modi	Company Secretary & Compliance officer	079 61400 400	ipo@rushil.com

7. DISCLOSURE OF INFORMATION WITH TIME LIMIT:

- a) The Company shall first disclose to stock exchange(s) of all events, as specified in the Para A of Part A of Schedule III of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 as amended from time to time (events that have to be necessarily disclosed without applying any test of materiality), or information as soon as reasonably possible and not later than the period as prescribed under SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI LODR Regulations, as amended from time to time. However, the Company shall disclose to stock exchange(s) the events as listed in Para B – Part A of Schedule III of SEBI Listing Regulations based on application of materiality criteria.
- b) In case the disclosure is made after the prescribed time of occurrence of the event or information, the Company shall, along with such disclosures provide explanation for delay to the stock exchanges.
- c) The Company shall, with respect to disclosures referred to in this policy and Listing Regulation, make disclosures updating material developments on a regular basis, till such time the event is resolved / closed, with relevant explanations.
- d) The Company shall disclose on its website www.rushil.com all such events or information which has been disclosed to stock exchange(s) under this policy or Listing 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 Company.
- e) The Company shall disclose all events or information with respect to subsidiaries, if any, which are material for the Company.
- f) The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information.

8. AMENDMENT AND UPDATES

- a) The Board shall have the power, subject to applicable laws, to amend any of the provisions of this POLICY, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy.
- b) The Company Secretary being the Compliance Officer is also authorized to make amendment in this policy without further reference to board, where there is any statutory changes necessitating the amendment in the policy. If there is any inconsistency between the terms of this policy and the provisions of the Companies Act, 2013 read with Rules framed there under, Listing Regulation, Circulars, Notifications etc. issued by the Regulatory authorities then the provisions of the Act, Rules, Regulation etc. will prevail over the terms of this policy.
- c) The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy and further the objective of good corporate governance.