POLICY ON DETERMINING MATERIALITY OF EVENTS AND DISCLOSURE OF MATERIAL EVENTS

1. STATUTORY MANDATE

The Board of Directors (The "Board") of HOMRE LIMITED (the "Company") has adopted the following policy and procedures with regard to disclosure of material events which are necessary to be disclosed to the stock exchanges based on criteria as may be deemed necessary and has been adopted as part of this policy.

This Policy is applicable to the Company with effect from 1st December, 2015 is in terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"). This policy is revised to reflect the changes in LODR from time to time.

2. POLICY OBJECTIVE AND SCOPE

- To determine the events and information which in the opinion of the Board are Material and needs to be disclosed to the Stock Exchanges as per the time span hitherto defined.

- The purpose of this documents to present a high level policy statement for the Company regarding disclosure of material events / information in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR").

- The policy is intended to define the Company's policy on disclosure of events / information and to provide guidance to the Board of Directors, KMPs and other executives and staff working in the Company in making decisions and undertaking regarding its responsibility about making public such events / information which may materially affect the performance of the company and thereby the share prices of the Company.

- The policy is framed for the purpose of systematic identification, categorization, review disclosure and updation of website the details of information / events which are considered material or not but which may have a bearing on the performance of the Company and which may materially affect the share prices of the company.

3. DEFINITIONS

"Material Events" are those that are specified in Para A of Part A of Schedule III of the LODR from time to time. These events are also specified in category A & category B of point 5 of this policy.

"LODR" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"Key Managerial Personnel" (KMP) of the Company includes Managing / Whole- time Directors, Chief Financial Officer and Company Secretary, who are authorised individually

or collectively by the Board of directors of the Company to determine materiality of event/information under Regulation 30 of LODR and to disclose the same to the Stock Exchange.

All the Words and expressions used in this Policy, unless defined hereinafter, shall have meaning respectively assigned to them under the LODR 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 DISCLOSURE OF EVENTS/INFORMATION BASED ON MATERIALITY

Following factors shall be considered for determining materiality of any event / information:

I. The omission of an event or information would likely to result in discontinuity or alteration of event or information already available publicly.
II. 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;
III. Any event/information which directly or indirectly may materially affect reputation of the Company.
IV. the impact of event / information as a percentage of Company's annual turnover or revenue or total assets.
V. whether the event / information is in the ordinary course of business.

Where it would be difficult to report the events based on criteria as stated in points (i) and (ii) above, the materiality shall be determined based on criteria specified in points (iii) (iv) and (v) in conjunction with criteria in points (i) and (ii) and all the above criteria shall be considered together for arriving at the overall decision on events to be reported.

Materiality must be determined on a case to case basis depending on specific facts and circumstances relating to the information/event. Further, where aforesaid criteria are not applicable, any events which in the opinion of the Board of the Company are considered as material shall be disclosed.

5. DISCLOSURE OF EVENTS OR INFORMATION

a. Events specified in Category A are deemed to be material events and the Company shall make disclosure of such events or information as soon as reasonably possible and not later than twenty-four (24) hours from the occurrence of such event or information in the following manner:

i. Intimation shall be given to the stock exchanges on which the securities of the Company are listed;

ii. And the same will be uploaded on the website of the Company. Provided that in case the disclosure is made after twenty-four (24) hours of occurrence of such event or information, the Company shall, along with such disclosure(s) provide an explanation for delay.

b. Events specified in Category B are also deemed to be material events and shall be disclosed within 30 minutes of the closure of the Board Meeting.

c. The Company shall make disclosure of events as specified in Category C based on application of guidelines for determining Materiality as per clause 4 of the Policy.

d. The Company shall make disclosures updating Material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

e. The Company shall disclose all events or information with respect to its Material Subsidiaries.

f. The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information and on its own initiative. Further, it shall confirm or deny any event or information to stock exchange(s) reported in the media.

g. In case where an event occurs or information is available with the Company, which has not been indicated in Category A or Category B or Category C, but which may have material effect on it, the Company will make adequate disclosures in regard thereof

CATEGORY A:

Material Events which shall be disclosed without any application of the guidelines for Materiality:

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.
   Explanation.- For the purpose of this sub-para, the word 'acquisition' shall mean,-
   (i) acquiring control, whether directly or indirectly; or,
   (ii) acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that –
   (a) the listed entity holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;
   (b) there has been a change in holding from the last disclosure made under sub clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.

2. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.

3. Revision in Rating(s).

4. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the

listed entity), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.

5. Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.

6. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer.

7. Appointment or discontinuation of share transfer agent.

8. Corporate debt restructuring.

9. One-time settlement with a bank.

10. Reference to BIFR and winding-up petition filed by any party /creditors.

11. Issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the listed entity.

12. Proceedings of Annual and extraordinary general meetings of the listed entity.

13. Amendments to memorandum and articles of association of listed entity, in brief.

14. Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;

15. Events as specified in LODR In relation to the Corporate Insolvency Resolution Process (CIRP) of the Company under the Insolvency Code.

CATEGORY B:

Material Events shall be disclosed without any application of the guidelines for Materiality:

a) dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;

b) any cancellation of dividend with reasons thereof;

c) the decision on buyback of securities;

d) the decision with respect to fund raising proposed to be undertaken

e) increase in capital by issue of bonus shares through 72 capitalization including the date on which such bonus shares shall be credited/dispatched;

f) reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to;

g) short particulars of any other alterations of capital, including calls;

h) financial results;

i) decision on voluntary delisting by the listed entity from stock exchange(s).

CATETORY C:

List of events which shall be disclosed upon application of the guidelines for materiality:

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.

2. Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).

3. Capacity addition or product launch.

4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.

5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.

6. Disruption of operations of any one or more units or division of the listed entity due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.

7. Effect(s) arising out of change in the regulatory framework applicable to the listed entity

8. Litigation(s) / dispute(s) / regulatory action(s) with impact.

9. Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.

10. Options to purchase securities including any ESOP/ESPS Scheme.

11. Giving of guarantees or indemnity or becoming a surety for any third party.

12. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

13. 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 holders of securities of the Company to appraise its position and to avoid the establishment of a false market in such securities.

6. AUTHORITY FOR DETERMINATION OF MATERIALITY OF EVENTS/INFORMATION & DISCLOSURE PROCESS

The Key Managerial Personnel for determining materiality of event or information and to ensure disclosure of the same to stock exchange(s) shall be determined by the Board from time to time. The contact details of such KMP shall be also disclosed to the stock exchange(s) and as well as on the Company's website.

Any two KMP's shall be jointly responsible for ascertaining materiality of events considering its nature and the criteria of materiality specified in this policy. After evaluation, any one KMP shall submit the disclosure to stock exchanges as per the timelines specified in above clause.

Any event purported to be reportable under regulation 30 of LODR shall be informed to KMP's on immediate basis along with adequate supporting to facilities disclosure within prescribed timelines. Any other event, if not covered in Regulation 30 of LODR but if of potentially price sensitive in nature, the same shall also be informed to KMP for further evaluation. KMP are also authorised to suo-moto accept / deny any report event or information, which has been unauthorisedly made public by media or by any other means including but not limited to electronic means. They are further authorised to respond to the rumors amongst the general public, which has no basis or documentation, in a way which best protects the interests of the Company.

7. DISCLOSURES ON WEBSITE

The Company shall disclose all disclosures made to the stock exchanges under the regulation 30 of LODR on its website and such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter the same should be archived for such additional period as may be decided jointly by the Key Managerial Personnel considering the requirement of various statutes, law, regulations etc. and other legal and administrative aspects.

No Disclosed Information shall be deleted or destroyed or purged from the Website or from the archival without the prior written approval of the Key Managerial Personnel of the Company.

8. POLICY AMENDMENTS

In case of any subsequent amendments to the Regulations which make any of the provisions in the Policy inconsistent, the provisions of the LODR shall prevail. The Policy shall be amended by the Board of Directors of the Company as and when necessary. The list of events in category A, B or C or the timelines, as it stands today may be updated, from time to time, by the Company Secretary to reflect any changes in the LODR and the updated version be issued and published as necessary, without any requirement for approval from the Board.