POLICY FOR DETERMINATION OF MATERIALITY OF INFORMATION OR EVENT

SCOPE OF THE POLICY:

MEDICO INTERCONTINENTAL LIMITED ("Company") shall determine and disclose material events or information in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), ensuring that such disclosures are timely, accurate, and transparent. The Company shall apply a governance-led approach to assess materiality, considering the impact on stakeholders and the relevance to investors' decision-making. The Company aims to uphold the highest standards of compliance and corporate integrity, ensuring that all material disclosures are made in good faith and in the best interest of its shareholders and the market at large.

OBJECTIVE OF THE POLICY:

The Board of Directors of the Company has adopted the Policy on Determination of Materiality of Events ("Policy") in line with the requirements provided under the SEBI Listing Regulations as amended from time to time.

The objectives of the Policy are as follows:
(a) To provide an overall governance framework for determination of materiality of events/information which require disclosure to the Stock Exchange(s);
(b) To ensure that the Company complies with the disclosure obligations under the SEBI Listing Regulations and Circulars, Guidance issued thereunder; and
(c) To ensure that adequate and timely information is provided to investors to enable them to take informed investment decision.

DEFINITIONS:

In these regulations, unless the context otherwise requires:

a) "**Act**" means the Companies Act, 2013 including the Rules, Schedules and clarifications, issued by the Ministry of Corporate Affairs and any amendment thereto and/or modification thereof from time to time;
b) **"Board of Directors"** means the board of Directors of Medico Intercontinental Limited (MIL) as constituted from time to time;
c) **"Company"** means Medico Intercontinental Limited.
d) **"Default"** shall mean non-payment of the interest or principal amount in full on the date when the debt has become due and payable. In case of revolving facilities like cash credit, an entity would be considered to be in 'default' if the outstanding balance remains continuously in excess of the sanctioned limit or drawing power, whichever is lower, for more than thirty days. Default by a promoter, director, key managerial personnel, senior management, subsidiary shall mean default which has or may have an impact on the Company.
e) **"Key Managerial Personnel"** means Key Managerial Personnel as defined in Sub Section (51) of Section 2 of the Companies Act, 2013;
f) **"Fraud"** shall include fraud as defined under Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;

g) **"ISN on Market Rumour"** shall mean the Industry Standards Note on verification of market rumours under Regulation 30(11) of SEBI Listing Regulations dated May 21 2024, as amended from time to time.
h) **"ISN on Reg 30"** shall mean the Industry Standards Note on Regulation 30 of SEBI Listing Regulations dated February 25, 2024, as amended from time to time.
i) **"Mainstream Media"** shall include print or electronic mode of the following: Newspapers registered with the Registrar of Newspapers for India;

   (a) News channels permitted by Ministry of Information and Broadcasting under Government of India;
   (b) Content published by the publisher of news and current affairs content as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021; and
   (c) Newspapers or news channels or news and current affairs content similarly registered or permitted or regulated, as the case may be, in jurisdictions outside India.

   The scope and ambit of "Mainstream Media" shall be in line with the ISN on Market Rumours, as amended from time to time.
j) "**Promoter**", "**Promoter Group**" shall have the same meaning as assigned to them respectively in clauses (oo) and (pp) of sub-regulation (1) of regulation 2 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
k) "**Relevant Employees**" shall mean all management employees at work level 3X and above;
l) **"Subsidiary"** means a subsidiary as defined under sub-section (87) of Section 2 of the Act;
m) **"Policy"** shall mean this policy for determining Materiality of events or information and as amended from time to time;
n) **"Regulations"** shall mean Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.
o) **"Schedule"** means a schedule annexed to these Regulations.

All capitalized terms used in this Policy document but not defined herein shall have the meaning ascribed to such term in the SEBI Act, 1992 and the Regulations framed thereunder including but not limited to the SEBI Listing Regulations, Companies Act, 2013 and the Rules framed there under or the ISN on Reg 30, as amended from time to time.

DISCLOSURE OF EVENTS OR INFORMATION:

In terms of Regulation 30 of the SEBI Listing Regulations, the events requiring disclosure by the Company, are provided as follows:

a. Events specified in **Annexure A** forming part of this Policy are deemed to be material events and have to be disclosed to the Stock Exchanges without application of criteria for materiality as defined in Clause 4 of this Policy.
b. Events specified in **Annexure B** forming part of this Policy shall be disclosed by the Company on application of criteria for materiality as defined in Clause 4 of this Policy.

Annexure A and **Annexure B** will be read in conjunction with the Listing Regulations and any proposed changes in the Listing Regulations in the said regard shall apply mutatis mutandis to the Annexures forming part of this Policy and the Policy shall be updated accordingly.

This Policy shall also apply to the events which are not indicated in **Annexure A** or **Annexure B**, but may have a material effect on the Company.

All the above disclosures would be hosted on the website of the Company for a minimum period of five years or as per the Policy on Preservation & Archival of Documents.

CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION:

Events/information, other than those specified in **Annexure A,** shall be considered as material in nature as per Regulation 30(4) of the SEBI Listing Regulations if it meets any the following criteria:

Qualitative:

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

Quantitative:

c. The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:

    i. two percent of turnover, as per the last audited consolidated financial statements of the Company;
    ii. 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;
    iii. 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.

The ISN on Reg 30 shall be referred to determine the appropriate quantitative thresholds applicable to the relevant events.

d. In case where the criteria specified hereinabove is not applicable, an event or information may be treated as being material if in the opinion of the Board of Directors of the Company, the event or information is considered material.

VERIFICATION OF MARKET RUMOURS:

Notwithstanding the above, the Company shall, upon Material Price Movement, confirm, deny or clarify any reported event or information in the Mainstream Media which is not general in nature and which indicates that rumours of an impending specific material event or information are circulating amongst the investing public, as soon as reasonably possible and in such manner as specified in the SEBI Listing Regulations and the ISN on Market Rumour.

AUTHORIZATIONS:

The Board of the Company has severally authorized Mr. Samir D Shah, Managing Director and Ms. Puneeta Sharma, Company Secretary and Compliance Officer for the purpose of determining materiality of an event or information and making disclosures in that regard. The Contact details of aforesaid Key Managerial Persons are provided here under:

1) Mr. Samir D Shah, Managing Director

    Email: samir@medicointercontinental.com

2) Ms. Puneeta Sharma, Company Secretary & Compliance Officer

Email: mail@medicointercontinental.com

TIMELINE FOR DISCLOSURE OF EVENTS / INFORMATION:

The Company shall ensure prompt disclosure of all material events/ information (as defined in Para 4 of this Policy) to the Stock Exchanges as soon as reasonably possible but not later than the timelines prescribed under Regulation 30 (6) of SEBI Listing Regulations. The broad principle governing the timelines for disclosure of material event/ information to Stock Exchanges, is encapsulated in the table below:

Material Event / Information	Statutory Timeline
Event or information which pertains to a decision taken at the meeting of Board of Directors (if the Board Meeting concludes during normal trading hours)	within 30 minutes from the closure of relevant Board meeting
Event or information which pertains to a decision taken at the meeting of Board of Directors (if the Board Meeting concludes after normal trading hours but more than three hours before the beginning of the normal trading hours of the next trading day)	within 3 hours from the closure of relevant Board meeting
Event or information which emanates from within the Company	within 12 hours of occurrence of event or information
Event or information which does not emanate from within the Company	within 24 hours of occurrence of event or information
Event or information for which timelines have already been specified in Part A of Schedule III of SEBI Listing Regulations	within the respective timelines specified therein

DISCLOSURE PROCESS:

The events reportable under Regulation 30 of the SEBI Listing Regulations, including the ones enumerated in **Annexure A** and **Annexure B** of this Policy, shall be immediately informed by the Relevant Employees to the authorized person mentioned above alongwith the supporting data/ information to facilitate a prompt and appropriate disclosure. The events which are not covered under the Regulations or the Annexures to this Policy, but may potentially be of price sensitive nature, shall also be informed to the authorized person mentioned above.

Managing Director or Company Secretary & Compliance Officer, shall be severally responsible and authorized for evaluating/ascertaining the materiality of events considering its nature and its disclosure after taking into consideration the various provisions of the Regulations and this Policy.

After evaluation, in case the event/information is considered as material, adequate disclosure shall be made to the Stock Exchanges within the timeframe prescribed under the SEBI Listing Regulations.

In case of events/information not being the outcome of a Board Meeting or a Board decision taken through circulation, the Board of Directors shall be immediately informed about the information being sent to the Stock Exchanges.

The Company shall use electronic facilities provided by the Stock Exchanges for dissemination of the information and may subsequently disclose the same via other media, including the press release, website of the Company, etc.

The Company shall adhere to the statutory timeframes for disclosure of information to the Stock Exchanges. Delay, if any, shall be explained along with the disclosure.

COMMUNICATION OF THIS POLICY:

This Policy shall be posted on the web-site of the Company. All new and existing Employees and Directors shall be communicated and encouraged to go through the website of the Company and read and understand all these policies.

ADOPTION & AMENDMENTS IN THE POLICY:

The Board of Directors, based on the recommendation of the Audit Committee of the Company, shall review this Policy atleast once in three years or such other earlier periodicity as it may deem fit and may amend this Policy from time to time.

Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications, etc. on the subject as may be issued by relevant statutory authorities, from time to time.

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.

Latest Reviewed date of this Policy is 22 May, 2026.

ANNEXURE – A

As prescribed under Para-A of Part A of Schedule III of the SEBI Listing Regulations

Para / sub – para	Events	Timeline of Disclosure
1.	Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/ restructuring), sale or disposal of any unit(s), division(s), whole or substantially the whole of the undertaking(s) or subsidiary of the Company, sale of stake in the associate company of the Company or any other restructuring.	Within 12 hours * Acquisition of shares or voting rights by the Company in an unlisted company, aggregating to 5% or any subsequent change in holding exceeding 2%, shall be disclosed quarterly as part of Integrated Filing (Governance).
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.	Within 12 hours *

3.	New Rating(s) or Revision in Rating(s).	Within 24 hours
4.	Outcome of Meetings of the board of directors	As specified in Clause 8 in the Policy.
5.	Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the Company), 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.	Within 12 hours * (for agreements where the Company is a party); Within 24 hours (for agreements where the Company is not a party).
5A.	Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements: Provided that such agreements entered into by the Company in the normal course of business shall not be required to be disclosed unless they, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or they are required to be disclosed in terms of any other provisions of these regulations.	Within 12 hours * (for agreements where the Company is a party); Within 24 hours (for agreements where the Company is not a party).
6.	Fraud or defaults by the Company, its promoter, director, key managerial personnel, senior management or subsidiary or arrest of key managerial personnel, senior management, promoter or director whether occurred within India or abroad.	Within 24 hours
7.	Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), senior management, Auditor and Compliance Officer.	Within 12 hours * (except in case resignation); Within 24 hours (in case of resignation)
7A.	In case of resignation of the auditor of the Company, detailed reasons for resignation of auditor, as given by the said auditor.	Within 24 hours of receipt of reasons from the auditor
7B.	Resignation of independent director including reasons for resignation.	Within 7 days from the date of resignation
7C.	Letter of resignation along with detailed reasons for the resignation as given by the key managerial personnel, senior management,	Within 7 days that such resignation comes into effect

	Compliance Officer or director.	
8.	Appointment or discontinuation of share transfer agent.	Within 12 hours *
9.	Resolution plan/ Restructuring in relation to loans/ borrowings from banks/ financial institutions.	Within 24 hours
10.	One time settlement with a bank.	Within 24 hours
11.	Winding-up petition filed by any party / creditors.	Within 24 hours
12.	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 Company.	Within 12 hours *
13.	Proceedings of annual and extraordinary general meetings of the Company.	Within 12 hours *
14.	Amendments to memorandum and articles of association of the Company, in brief.	Within 12 hours *
15.	(a) Schedule of analysts or institutional investors meet and presentations made by the Company to analysts or institutional investors. (b) Audio or video recordings and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means.	Timeline as specified in sub-para 15 of Para A of Schedule III of the SEBI Listing Regulations.
16.	Events in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code.	Within 24 hours
17.	Initiation of Forensic audit: In case of initiation of forensic audit, (by whatever name called), the following disclosures shall be made to the stock exchanges by the Company: (a) The fact of initiation of forensic audit along-with name of entity initiating the audit and reasons for the same, if available; (b) Final forensic audit report (other than for forensic audit initiated by regulatory / enforcement agencies) on receipt by the the Company along with comments of the management, if any.	Within 12 hours * (if initiated by the Company); Within 24 hours (if initiated by external agency).
18.	Announcement or communication through social media intermediaries or mainstream media by directors, promoters, key managerial personnel or senior management of the Company, in relation to any event or information which is material for the Company in terms of regulation 30 of these regulations and is not already made available in the public domain by the Company.	Within 24 hours

19.	Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the Company or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the Company, in respect of the following: (a) search or seizure; or (b) re-opening of accounts under section 130 of the Companies Act, 2013; or (c) investigation under the provisions of Chapter XIV of the Companies Act, 2013;	Within 24 hours
20.	Action(s) taken or orders passed by any regulatory, statutory, enforcement authority or judicial body against the Company or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the Company, in respect of the following: (a) suspension; (b) Imposition of fine or penalty; (c) settlement of proceedings; (d) debarment; (e) disqualification; (f) closure of operations; (g) sanctions imposed; (h) warning or caution; or (i) any other similar action(s) by whatever name called;	Within 24 hours Imposition of fine or penalty which are lower than the monetary thresholds specified under Para A (20) of Part A of Schedule III of LODR shall be disclosed quarterly as part of Integrated Filing (Governance).
21.	Voluntary revision of financial statements or the report of the board of directors of the Company under section 131 of the Act.	Within 12 hours *

*Note: In case the event or information emanates from a decision taken in a meeting of Board, the same shall be disclosed within 30 minutes or 3 hours, as applicable as per Regulation 30(6) of the SEBI Listing Regulations, from the closure of such meeting as against the timeline indicated in the table above.

ANNEXURE – B

As prescribed under Para- B of Part A of Schedule III of the SEBI Listing Regulations Events which shall be disclosed upon application of the guidelines for materiality referred Sub- Regulation (4) of Regulation (30):

Para / sub – para	Events	Timeline of Disclosure
1.	Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.	Within 12 hours *
2.	Any of the following events pertaining to the Company:	Within 12 hours *

	(i) arrangements for strategic, technical, manufacturing, or marketing tie-up; or (ii) adoption of new line(s) of business; or (iii) closure of operation of any unit, division, or subsidiary (entirety or piecemeal)	
3.	Capacity addition or product launch.	Within 12 hours *
4.	Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.	Within 24 hours
5.	Agreements (viz. loan agreement(s) 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.	Within 12 hours * (for agreements where listed entity is a party); Within 24 hours (for agreements where listed entity is not a party).
6.	Disruption of operations of any one or more units or division of the Company due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.	Within 24 hours
7.	Effect(s) arising out of change in the regulatory framework applicable to the Company.	Within 24 hours
8	Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the Company.	Within 24 hours (except as provided under Regulation 30(6) of SEBI Listing Regulations) Updates on ongoing tax litigations or disputes shall be disclosed quarterly as part of Integrated Filing (Governance).
9.	Frauds or defaults by employees of the Company which has or may have an impact on the Company.	Within 24 hours
10.	Options to purchase securities including any ESOP/ESPS Scheme.	Within 12 hours *
11.	Giving of guarantees or indemnity or becoming a surety, by whatever name called, for any third party.	Within 12 hours *
12.	Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.	Within 24 hours
13.	Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority.	Within 12 hours *

*Note: In case the event or information emanates from a decision taken in a meeting of Board, the same shall be disclosed within 30 minutes or 3 hours, as applicable as per Regulation 30(6) of the SEBI Listing Regulations, from the closure of such meeting as against the timeline indicated in the table above.