

Eastman Auto & Power Limited

Policy for Determination of Materiality of Events

(Approved by the Board at its meeting held on September 22, 2025)

I. LEGAL FRAMEWORK

In terms of the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations"), every listed entity shall have a policy for determination of materiality of events ("Policy") based on the criteria specified under the SEBI Listing Regulations.

Further, the Policy shall not dilute any requirement specified under the provisions of Listing Regulations.

The Policy shall also assist the relevant employees of the listed entity in identifying any potential material event or information and reporting the same to the Key Managerial Personnel, as authorized under the Listing Regulations, for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s).

In terms of the aforesaid provisions, this Policy has been formulated by the Board of Directors (the "Board") of Eastman Auto & Power Limited (the "Company") on September 22, 2025.

II. PURPOSE OF THE POLICY

The purpose of this Policy is to determine materiality of events and information based on the criteria specified under Listing Regulations and to ensure that the Company makes disclosure of events / information specified in para A and B of Part A of Schedule III of Listing Regulations. Any amendment / change in this Policy shall require approval from the Board of the Company.

III. EFFECTIVE DATE

This Policy is effective from the date of listing of the equity shares of the Company of the Stock exchange(s).

IV. DEFINITIONS

- i. **"Act"** shall mean the Companies Act, 2013 and the Rules framed there under, including any modifications, clarifications, circulars or re-enactment thereof.
- ii. **"Board of Directors"** or **"Board"** shall mean the Board of Directors of Eastman Auto & Power Limited, as constituted from time to time.
- iii. **"Material Events"** or **"Material Information"** shall mean such events or information as set out in the Annexures or as may be determined in terms of Clause 6 of the Policy. In the Policy, the words, "material" and "materiality" shall be construed accordingly.
- iv. **"Key Managerial Personnel"** means as defined under the Companies Act, 2013.
- v. **"Promoter"** and **"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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- vi. **"Listing Regulations"** shall mean SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.
- vii. **"Policy"** shall mean this Policy for Determination of Materiality of events & information

and as amended from time to time.

viii. **"Schedule"** shall mean Schedule III of Listing Regulations.

All other words and expressions used but not defined in this Policy, but defined in the SEBI Act, 1992, Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and/or the rules and regulations made thereunder shall have the same meaning as respectively assigned to them in such acts or rules or regulations or any statutory modification or re-enactment thereto, as the case may be

V. OBJECTIVE

The objectives of this Policy are as follows:

- a. To ensure that the Company complies with the disclosure obligations to which it is subject, as a publicly traded company as laid down by the Listing Regulations.
- b. To ensure that the information disclosed by the Company is timely, transparent and continuous till the termination of the specific event or information, so identified as material.
- c. To ensure that corporate documents and public statements are accurate and do not contain any misrepresentation.
- d. To protect the confidentiality of Material / Price sensitive information within the context of the Company's disclosure obligations.
- e. To provide a framework that supports and fosters confidence in the quality and integrity of information released by the Company.
- f. To ensure uniformity in the Company's approach to disclosures, raise awareness and reduce the risk of selective disclosures.

VI. AUTHORITY FOR DECIDING MATERIALITY OF EVENT OR INFORMATION

The Managing Director, Chief Financial Officer and Company Secretary of the Company (**"Authorised Person"**) are authorised to decide on the materiality of an event or any information. The Chief Financial Officer and / or the Company Secretary are hereby authorised severally to make necessary disclosures of any such event or information at appropriate time to stock exchange(s) on which the shares of the Company are proposed to be listed and/or listed. The Authorised Person is also empowered to decide all events or information with respect to subsidiary companies, if any, which are material for the Company and making disclosure of such information at appropriate time to stock exchange(s).

The Board shall from time to time determine and appoint / remove one or more eligible persons to undertake any of the aforesaid activities.

VII. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENT OR INFORMATION

As per the provisions of Listing Regulations, the materiality of event or information shall be determined based on the following criteria:

- 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; or
- 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;
- 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 Company, the event or information is considered material.

VIII. MATERIALITY THRESHOLDS

Materiality must be determined on a case to case basis depending on specific facts and circumstances relating to the event/information. The following will be the materiality criteria which shall apply to events specified in Para A and Para B of Part A of Schedule III of Listing Regulations.

An event specified in the Para B of Part A of Schedule III of Listing Regulations would be considered material if the impact of the such event/information as per the last audited financial statements is likely to have an impact of more than 10% on the gross turnover or revenues or total income or 20% of the net worth, whichever is higher

XI. DISSEMINATION OF INFORMATION TO STOCK EXCHANGE(S)

The Chief Financial Officer and / or the Company Secretary of the Company shall disseminate information to stock exchange(s) in the manner and to the extent as approved by the Authorised Person.

The disclosure of events or information to stock exchange(s) shall be in the form and manner as prescribed under the SEBI LODR Regulations.

X. REVIEW AND AMENDMENTS

Subject to the applicable laws, the Board may amend this Policy from time to time. In the event of any conflict between the provisions of this Policy and the SEBI LODR Regulations and other applicable laws, the later shall prevail.
