

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

Preamble

The Board of Directors (the “Board”) of Quest Financial Services Limited (the “Company”) has adopted the following “policy for determination of materiality of events or information” for ensuring compliance with “Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as SEBI Listing Regulations)”.

The Policy sets out the guidelines for identification of events or information within the Company which are deemed to be material in the opinion of the Board of Directors.

This Policy will be applicable to the Company effective December 1, 2015.

Objective

The purpose of this policy is to establish the framework needed for effective determination of materiality of events or information of the Company and disclosure of events or information to Stock Exchanges in compliance with the SEBI Listing Regulations and to ensure good corporate governance.

Definitions

“Company” means Quest Financial Services Limited.

“Act” means Companies Act, 2013 and rules thereunder.

“Board” means Board of Directors of the Company.

“Regulations” mean SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including and any amendment thereto.

“Policy” means this “policy for determination of materiality of events or information”.

“Stock Exchange(s)” means the stock exchange(s) where the Securities of the Company are listed.

“Material Event” or “Material Information” shall mean such event or information as set out in this policy. In the Policy, the words, “material” and “materiality” shall be construed accordingly.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the Regulations or any other applicable law or regulation to the extent applicable to the Company.

Applicability

This policy shall be applicable to prospective events or information arising on or after December 1, 2015 and shall not be applicable to past events.

Policy

Every listed entity shall make disclosures of any events or information which, in the opinion of the board of directors of the listed company, is material.

Events which are deemed material events or information

The Company shall disclose all such events which are specified in Para A of Part A of Schedule III of the Listing Regulations (as applicable from time to time) without any application of the guidelines for materiality as specified in sub-regulation (2) of Regulation 30 of the Listing Regulations.

Events which are dependent on application of guidelines for materiality

The Company shall disclose all such material events pertaining to itself or its subsidiary(ies), specified in Para B of Part A of Schedule III subject to application of guidelines for materiality as specified in sub-regulation (4) of regulation 30 of the Listing Regulations.

The Company shall consider the following criteria for determination of materiality of event / 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. in case where the criteria specified in sub-clauses (a) and (b) are not applicable, an event/information may be treated as being material if in the opinion of the Board of Directors of listed entity, the event / information is considered material.

Without prejudice to the generality of a, b and c above, the Company may make disclosures of event/information as specified by the Board from time to time.

Any other information/event which is to be disclosed by the Company

The Company shall disclose major developments that are likely to affect business, e.g. 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.

The Company shall also disclose 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 mentioned above, but which may have material effect on it, the Company would make adequate disclosures in regard thereof.

Disclosure of material events / information

The Company shall disclose to the stock exchanges of all events, specified in Para A of Part A of Schedule III or information as soon as reasonably possible and not later than 24 hours from the occurrence of the event/information. In the event the disclosure is made after 24 hours of occurrence of the event or information, the Company shall, along with such disclosures provide an explanation for such delay.

The disclosure with respect to events specified to be material as specified in Para A of Part A of Schedule III shall be made within thirty minutes of the conclusion of the board meeting. 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.

The Company shall also disclose all events or information with respect to subsidiaries which are material, if any, for the Company.

Authority for determination of Materiality of events / information

The Key Managerial Personnel or any other Directors of the Company as authorized by the Board of Directors of the Company in their meeting are hereby jointly and severally authorized to determine materiality of an event/information and to make disclosures to stock exchanges.

Disclosure on the website of the Company

All such events or information which has been disclosed to stock exchanges under the Listing regulations shall be made available on the Company's website. Such events or information shall be placed on the website of the Company for a minimum period of five years.

Amendment

In case of any subsequent changes in the Companies Act, 2013, Listing Regulations or any other applicable rules or regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, the provisions of the Act or regulations would prevail over the Policy with effect from their enforcement and the Policy would be modified in due course to make it consistent with the amended laws. Any changes or modification on the Policy would be approved by the Board of Directors of the Company.