

**POLICY ON DETERMINATION OF MATERIALITY OF EVENTS AND  
INFORMATION FOR DISCLOSURES**

**OF**

**SEMBCORP GREEN INFRA LIMITED**

## INDEX

| S.No. | Particulars                                                                          | Page No. |
|-------|--------------------------------------------------------------------------------------|----------|
| 1.    | Definitions                                                                          | 3        |
| 2.    | Interpretation                                                                       | 3        |
| 3.    | Background                                                                           | 4        |
| 4.    | Scope                                                                                | 4        |
| 5.    | Objectives                                                                           | 4        |
| 6.    | Categories of Information                                                            | 4        |
| 7.    | Person(s) Responsible for Disclosure and Determining Materiality                     | 6        |
| 8.    | Obligations of Internal Stakeholders and Authorized Person for Disclosure            | 6        |
| 9.    | Timing of Disclosure of Material Events or Information                               | 7        |
| 10.   | Uploading of the Disclosures Made to Stock Exchange(s) on the website of the Company | 7        |
| 11.   | Amendment                                                                            | 7        |
| 12.   | Compliance                                                                           | 7        |
| 13.   | Limitation                                                                           | 7        |
| 14.   | Annexure 1                                                                           | 9        |
| 15.   | Annexure 2                                                                           | 16       |

## DEFINITIONS AND INTERPRETATION

### 1. Definitions

“**Authorised Person(s)**” shall mean the Key Managerial Personnel (*as defined hereinafter*) of the Company;

“**Board**” shall mean the Board of Directors of the Company;

“**Chief Financial Officer**” or “**CFO**” shall mean the person heading, responsible and for discharging the finance function of the Company as disclosed by it to the recognized Stock Exchange(s) in its filing under the Listing Regulations;

“**Company**” means Sembcorp Green Infra Limited (formerly known as Sembcorp Green Infra Private Limited);

“**Companies Act**” shall mean the Companies Act, 2013, as amended;

“**Key Managerial Personnel**” or “**KMP**” pursuant to section 2(51) of the Companies Act shall include the following persons:

- i. Chief Executive Officer or the Managing Director or the Manager;
- ii. Company Secretary;
- iii. Whole-time Directors;
- iv. Chief Financial Officer;
- v. such other officers not more than one level below the Directors who is in whole-time employment, designated as Senior Management Personnel by the Board; and
- vi. such other officer as may be prescribed by the applicable laws.

“**Listing Regulations**” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;

“**Officer**” includes any Director, Manager or Key Managerial Personnel or any person in accordance with whose directions or instructions the Board of Directors or any one or more of the Directors is or are accustomed to act and if applicable, would include promoter of the Company;

“**Policy**” means this Policy on Determination of Materiality of Events or Information for Disclosures;

“**Stock Exchange(s)**” means National Stock Exchange of India Limited and BSE Limited;

“**Subsidiary**” means a subsidiary as defined under sub-section (87) of section 2 of the Companies Act.

### 2. Interpretation

All other words and expressions used but not defined in this Policy, but defined in the Securities and Exchange Board of India Act, 1992, Companies Act, 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. In any circumstance where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy.

### 3. Background

The Company is committed to being open and transparent with all stakeholders and believes in disseminating information in a fair and timely manner.

Pursuant to Regulation 30 read along with Schedule III of the Listing Regulations, the Board has adopted this policy on Determination of Materiality of Events or Information for Disclosures (“Policy”).

The Board of Directors of the Company in its meeting held on 29th July 2026 has approved and adopted this Policy and will come into effect from the date of listing of the equity shares of the Company on recognised stock exchange(s) in India.

### 4. Scope

This Policy applies to such events or information which are deemed to be material or sensitive as specified hereinafter, and upon occurrence of which the Company shall make such disclosure(s) to the Stock Exchange(s) in this regard in respect of each such event or information as per the requirements of Regulation 30 read with Schedule III of the Listing Regulations.

### 5. Objectives

The objectives of this Policy are as follows:

- a. To ensure that the Company complies with the disclosure obligations of a listed company laid down under the Listing Regulations, various securities laws and any other applicable laws (in India and overseas).
- 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 to the best of the knowledge of the management, the 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 and ensure uniformity in the Company’s approach to disclosures and reduce the risk of selective disclosures.

## DETERMINATION OF MATERIAL EVENTS AND INFORMATION

### 6. Categories of Information

#### 6.1. Disclosure of information deemed to be material

Certain information or events are “deemed” to be material under the Listing Regulations and such information shall be disclosed to the Stock Exchange(s) without application of any

materiality thresholds. The events listed under paragraph A of part A of schedule III to the Listing Regulations shall be deemed to be material and shall be disclosed to the Stock Exchange(s) within the timeframe which has been specified under the Listing Regulations. A list of these events and information are annexed hereto as **Annexure 1**.

#### 6.2. Disclosure of other information based on application of materiality criteria

Events listed under paragraph B of part A of schedule III of the Listing Regulations shall be disclosed to the Stock Exchange(s) within the timelines as specified under Listing Regulations, if those listed events are material as per the criteria of determination of materiality. An indicative list of these events and information are annexed hereto as Annexure 2.

An information or event should be regarded as “material” if:

- the omission of such event or information is likely to result in discontinuity or alteration of event or information already available publicly; or
- the omission of such event or information is likely to result in a significant market reaction if the said omission came to light at a later date; or
- the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
  - (a) two percent of turnover, as per the last audited consolidated financial statements of the Company;
  - (b) 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;
  - (c) 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;

In case where the criteria specified above are not applicable, the materiality of such information or event may be treated as being material if in the opinion of the board of directors of the listed entity.

For the removal of doubts, this policy does not dilute any requirement of the Listing Regulations.

- 6.3. In addition, for events and information as specified under paragraph C of part A of schedule III of the Listing Regulations, the Company shall disclose such events or information within such timeframe that has been prescribed by the Listing Regulations, and such information / events include 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.
- 6.4. The Authorized Person(s) shall, with respect to the disclosures made under the Policy, make disclosures updating material developments on a regular basis or as may be required, till such time the event is

resolved/closed, with relevant explanations. The contents of the disclosure shall be as per guidance issued by Securities and Exchange Board of India (“SEBI”) under Section V-A of Chapter V of Master Circular issued vide circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 (“Master Circular”), or such amendments as may be issued from time to time. The Authorized Person, on behalf of the Company, may on their own initiative as well confirm or deny any reported event or information to Stock Exchange(s).

- 6.5. The Authorized Person(s) shall provide specific and adequate reply to all queries raised by Stock Exchange(s) with respect to any event/information.

## **7. Person(s) Responsible for Disclosure and determining materiality**

- 7.1. The Board of the Company has authorized the KMPs as Authorized Person(s) to determine the materiality of an event or information and to make appropriate disclosure to Stock exchanges on a timely basis as per relevant timelines prescribed under Listing Regulations read with Master circular as amended/updated from time to time.
- 7.2. The Authorized Person(s) shall, jointly and severally, be the authority to determine the materiality of any information, classify it as a material information, decide the appropriate time at which disclosure is to be filed with the Stock Exchange(s) and details that may be filed in the best interest of present and potential investors.
- 7.3. The Authorized Person(s) shall, jointly and severally, have the following powers and responsibilities for determining the material events or information:
- a. To review and assess an event or information that may qualify as ‘material’ and may require disclosure, on the basis of facts and circumstances prevailing at a given point in time.
  - b. To determine the appropriate time at which the disclosures are to be made to the Stock Exchange(s) based on an assessment of actual time of occurrence of an event or information.
  - c. To disclose developments that are material in nature on a regular basis, till such time the event or information is resolved/closed, with relevant explanations.
  - d. To consider such other events or information that may require disclosure to be made to the Stock Exchange(s) which are not explicitly defined in the Listing Regulations and determine the materiality, appropriate time and contents of disclosure for such matters.
  - e. To disclose all events or information with respect to the subsidiaries which are material for the Company.

## **8. Obligations of Internal Stakeholders and Authorized Person for Disclosure**

- 8.1. Any event or information purported to be reported under Regulation 30 of Listing Regulations shall be forthwith informed to the Authorized Person(s) on an immediate basis upon occurrence, with adequate supporting data/information, to facilitate a prompt and appropriate disclosure to the Stock Exchange(s).

8.2. The Authorized Person(s), jointly and severally, will then ascertain the materiality of such event(s) or information based on the above guidelines.

8.3. On completion of the assessment, the Authorized Person(s) shall, if required, make appropriate disclosure(s) to the Stock Exchange(s).

## **9. Timing of disclosure of material events or information**

Disclosures as required to be disclosed under this Policy shall be disclosed by the Company to the Stock Exchange(s) as soon as reasonably possible and in line with the timelines prescribed under applicable law. For this purpose, the events or information, such as natural calamities, disruption, etc., can be said to have occurred when the Company becomes aware of such events or information, or as soon as any of the Authorized Person(s) have, or ought to have reasonably come into possession of the information in the course of the performance of their duties.

## **10. Uploading of the disclosures made to Stock Exchange(s) on the Website of the Company**

The Company shall disclose on its website all such events or information which has been disclosed to Stock Exchange(s) under this Policy and such disclosure shall remain hosted on the website of the Company for a minimum period of five years and thereafter, the same shall be treated as per the Preservation of Documents and Archival Policy of the Company, as applicable.

## **11. Amendment**

Any change in the Policy shall be approved by the Board. The Board shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Any subsequent amendment/modification in the Companies Act or the rules framed thereunder or the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

## **12. Compliance**

The Authorised persons of the Company would be responsible for supervision of the Policy.

Any queries regarding this Policy may be referred to the Company Secretary and Compliance Officer as defined above, who is in charge of administering, enforcing and updating this Policy.

## **13. Limitation**

In the event of any conflict between the provisions of this Policy and the Companies Act or Listing Regulations or any other statutory enactments, modification or rules, the provisions of Listing Regulations / Companies Act or statutory modification, enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force.

\*\*\*\*\*

Version Control:

| <b>Sr. No.</b> | <b>Version No.</b> | <b>Date of approval</b>    |
|----------------|--------------------|----------------------------|
| 1              | V-1                | 29 <sup>th</sup> July 2026 |

**ANNEXURE 1 | LIST OF EVENTS TO BE DISCLOSED UNDER THE LISTING REGULATIONS**

The following events should be disclosed immediately on occurrence. This is an inclusive list and shall act only as a guidance document.

**Events or information that are to be disclosed WITHOUT any application of Materiality Guidelines listed in the Policy**

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation, merger, demerger or restructuring), sale or disposal of any unit(s), division(s), whole or substantially the whole of the undertaking(s) or subsidiary of the listed entity, sale of stake in associate company of the listed entity or any other restructuring.

*Explanation (1) - For the purpose of this sub-paragraph, the word 'acquisition' shall mean-*

*(i) Acquiring control, whether directly or indirectly; or*

*(ii) Acquiring or agreement to acquire shares or voting rights in a company, whether existing or to be incorporated, whether directly or indirectly, such that –*

*(a) the listed entity holds shares or voting rights aggregating to twenty 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-paragraph and such change exceeds five per cent of the total shareholding or voting rights in the said company; or*

*(c) the cost of acquisition or the price at which the shares are acquired exceeds the threshold specified in sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30:*

Provided that acquisition of shares or voting rights aggregating to five percent or more of the shares or voting rights in an unlisted company and any change in holding from the last disclosure made under this proviso exceeding two per cent of the total shareholding or voting rights in the said unlisted company shall be disclosed on a quarterly basis in the format as may be specified.

*Explanation (2) - For the purpose of this sub-paragraph, “sale or disposal of subsidiary” and “sale of stake in associate company” shall include-*

*(i) an agreement to sell or sale of shares or voting rights in a company such that the company ceases to be a wholly owned subsidiary, a subsidiary or an associate company of the listed entity; or*

*(ii) an agreement to sell or sale of shares or voting rights in a subsidiary or associate company such that the amount of the sale exceeds the threshold specified in sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30.*

*Explanation (3)- For the purpose of this sub-paragraph, “undertaking” and “substantially the whole of the undertaking” shall have the same meaning as given under section 180 of the Companies Act, 2013.*

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. New Rating(s) or Revision in Rating(s)
  4. Outcome of Meetings of the board of directors: The listed entity shall disclose to the Exchange(s), the outcome of meetings of the board of directors, held to consider the following:
    - a) dividends 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 including by way of issue of securities (excluding security receipts, securitized debt instruments or money market instruments regulated by the Reserve Bank of India), through further public offer, rights issue, American Depository Receipts/ Global Depository Receipts/ Foreign Currency Convertible Bonds, qualified institutions placement, debt issue, preferential issue or any other method;
    - e) increase in capital by issue of bonus shares through 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);
  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 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.
- (5A) Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity 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 listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements:

Provided that such agreements entered into by a listed entity 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 listed entity or they are required to be disclosed in terms of any other provisions of these regulations.

Explanation: For the purpose of this clause, the term “directly or indirectly” includes agreements creating obligation on the parties to such agreements to ensure that listed entity shall or shall not act in a particular manner.

6. Fraud or defaults by a listed entity, its promoter, director, key managerial personnel, senior management or subsidiary or arrest of key managerial personnel, senior management, promoter or director of the listed entity, whether occurred within India or abroad:

For the purpose of this sub-paragraph:

(i) ‘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.

(ii) ‘Default’ shall mean non-payment of the interest or principal amount in full on the date when the debt has become due and payable.

Explanation 1- 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.

Explanation 2- Default by a promoter, director, key managerial personnel, senior management, subsidiary shall mean default which has or may have an impact on the listed entity.

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

(7A) In case of resignation of the auditor of the listed entity, detailed reasons for resignation of auditor, as given by the said auditor, shall be disclosed by the listed entities to the stock exchanges as soon as possible but not later than twenty four hours of receipt of such reasons from the auditor.

(7B) Resignation of independent director including reasons for resignation: In case of resignation of an independent director of the listed entity, within seven days from the date of resignation, the following disclosures shall be made to the stock exchanges by the listed entities:

(i) The letter of resignation along with detailed reasons for the resignation as given by the said director.

(ia). Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.

(ii) The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.

(iii) The confirmation as provided by the independent director above shall also be disclosed by the listed entities to the stock exchanges along with the disclosures as specified in sub-clause (i) and (ii) above.

(7C) In case of resignation of key managerial personnel, senior management, Compliance Officer or director other than an independent director; the letter of resignation along with detailed reasons for the resignation as given by the key managerial personnel, senior management, Compliance Officer or director shall be disclosed to the stock exchanges by the listed entities within seven days from the date that such resignation comes into effect.

(7D) In case the Managing Director or Chief Executive Officer of the listed entity was indisposed or unavailable to fulfil the requirements of the role in a regular manner for more than forty five days in any rolling period of ninety days, the same along with the reasons for such indisposition or unavailability, shall be disclosed to the stock exchange(s).

8. Appointment or discontinuation of share transfer agent.

9. Resolution plan/ Restructuring in relation to loans/borrowings from banks/financial institutions including the following details:

- (i) Decision to initiate resolution of loans/borrowings;
- (ii) Signing of Inter-Creditors Agreement (ICA) by lenders;
- (iii) Finalization of Resolution Plan;
- (iv) Implementation of Resolution Plan;
- (v) Salient features, not involving commercial secrets, of the resolution/ restructuring plan as decided by lenders.

10. One time settlement with a bank.

11. Winding-up petition filed by any party / creditors.

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 listed entity.

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

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

15. (a) (i) Schedule of analysts or institutional investors meet at least two working days in advance (excluding the date of the intimation and the date of the meet);

(ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls shall be disclosed to the recognized stock exchanges prior to beginning of such events.

Explanation I: For the purpose of this clause 'meet' shall mean group meetings or group conference calls conducted physically or through digital means.

Explanation II: Disclosure of names in the schedule of analysts or institutional investors meet shall be optional for the listed entity.

(b) Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means, in the following manner:

- (i) The audio recordings shall be promptly made available on the website and in any case, before the next trading day or within twenty-four hours from the conclusion of such calls, whichever is earlier;
- (ii) the video recordings, if any, shall be made available on the website within forty-eight hours from the conclusion of such calls;
- (iii) the transcripts of such calls shall be made available on the website along with simultaneous submission to recognized stock exchanges within five working days of the conclusion of such calls.

16. The following events in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code:

- a) Filing of application by the corporate applicant for initiation of CIRP, also specifying the amount of default;
- b) Filing of application by financial creditors for initiation of CIRP against the corporate debtor, also specifying the amount of default;
- c) Admission of application by the Tribunal, along with amount of default or rejection or withdrawal, as applicable ;
- d) Public announcement made pursuant to order passed by the Tribunal under section 13 of Insolvency Code;
- e) List of creditors as required to be displayed by the corporate debtor under regulation 13(2)(c) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016;
- f) Appointment/ Replacement of the Resolution Professional;
- g) Prior or post-facto intimation of the meetings of Committee of Creditors;
- h) Brief particulars of invitation of resolution plans under section 25(2)(h) of Insolvency Code in the Form specified under regulation 36A(5) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016;
- i) Number of resolution plans received by Resolution Professional;
- j) Filing of resolution plan with the Tribunal;
- k) Approval of resolution plan by the Tribunal or rejection, if applicable;
- l) Specific features and details of the resolution plan as approved by the Adjudicating Authority under the Insolvency Code, not involving commercial secrets, including details such as:

(i) Pre and Post net-worth of the company;

- (ii) Details of assets of the company post CIRP;
- (iii) Details of securities continuing to be imposed on the companies' assets;
- (iv) Other material liabilities imposed on the company;
- (v) Detailed pre and post shareholding pattern assuming 100% conversion of convertible securities;
- (vi) Details of funds infused in the company, creditors paid-off;
- (vii) Additional liability on the incoming investors due to the transaction, source of such funding etc.;
- (viii) Impact on the investor – revised P/E, RONW ratios etc.;
- (ix) Names of the new promoters, key managerial personnel, if any and their past experience in the business or employment. In case where promoters are companies, history of such company and names of natural persons in control;
- (x) Brief description of business strategy.

- m) Any other material information not involving commercial secrets.
- n) Proposed steps to be taken by the incoming investor/acquirer for achieving the MPS;
- o) Quarterly disclosure of the status of achieving the MPS;
- p) The details as to the delisting plans, if any approved in the resolution plan.

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 listed entities:

- 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 listed entity along with comments of the management, if any.

Explanation – For the purpose of this sub-paragraph, forensic audit refers to the audits, by whatever name called, which are initiated with the objective of detecting any mis-statement in financial statements, mis-appropriation, siphoning or diversion of funds and does not include audit of matters such as product quality control practices, manufacturing practices, recruitment practices, supply chain process including procurement or other similar matters that would not require any revision to the financial statements disclosed by the listed entity.

18. Announcement or communication through social media intermediaries or mainstream media by directors, promoters, key managerial personnel or senior management of a listed entity, in relation to any event or information which is material for the listed entity in terms of regulation 30 of these regulations and is not already made available in the public domain by the listed entity.

Explanation – “social media intermediaries” shall have the same meaning as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021.

19. Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, 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; along with the following details pertaining to the action(s) initiated, taken or orders passed:

- i. name of the authority;
- ii. nature and details of the action(s) taken, initiated or order(s) passed;
- iii. date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;
- iv. details of the violation(s)/contravention(s) committed or alleged to be committed;
- v. impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.

20. Action(s) taken or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, 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; along with the following details pertaining to the actions(s) taken or orders passed:

- (i) name of the authority;
- (ii) nature and details of the action(s) taken or order(s) passed;
- (iii) date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;
- (iv) details of the violation(s)/contravention(s) committed or alleged to be committed;
- (v) impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.

Explanation – Imposition of fine or penalty shall be disclosed in the following manner along with the details pertaining to the action(s) taken or orders passed as mentioned in the sub-paragraph:

(i) disclosure of fine or penalty of rupees one lakh or more imposed by sectoral regulator or enforcement agency and fine or penalty of rupees ten lakhs or more imposed by other authority or judicial body shall be disclosed within twenty four hours.

(ii) disclosure of fine or penalty imposed which are lower than the monetary thresholds specified in the clause (i) above on a quarterly basis in the format as may be specified

21. Voluntary revision of financial statements or the report of the board of directors of the listed entity under section 131 of the Companies Act, 2013.



## SEMBCORP GREEN INFRA LIMITED

(Formerly known as Sembcorp Green Infra Private Limited)

(CIN: U23200HR2005PLC078211)

Registered Off: Building 7A, Level 5, DLF Cybercity, Gurugram, Haryana – 122002

Tel: +91 124 698 6700, Fax: +91 124 698 6710

Website: [www.sembcorpindia.com](http://www.sembcorpindia.com), Email: [Complianceofficer.India@sembcorp.com](mailto:Complianceofficer.India@sembcorp.com)

**Note:** If the Company is not in a position to inform the Stock Exchanges within the timelines as specified above, then it shall inform the Stock Exchanges as soon as it is possible with an explanation as to reason for delay in disclosing the said information.

**ANNEXURE 2 | INDICATIVE LIST OF EVENTS OR INFORMATION THAT ARE TO BE DISCLOSED BASED ON MATERIALITY GUIDELINES LISTED IN THIS POLICY**

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2. Any of the following events pertaining to the Company:
  - a. arrangements for strategic, technical, manufacturing, or marketing tie-up; or
  - b. adoption of new line(s) of business; or
  - c. closure of operation of any unit, division or subsidiary (in entirety or in 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 Company 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 Company.
8. Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the Company.
9. Frauds or defaults by employees of the Company which has or may have an impact on the Company.
10. Options to purchase securities including any ESOP/ESPS Scheme.
11. Giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party.
12. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
13. Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority.

Without prejudice to any of the above, the Company may make disclosures of event/information as specified by the Board or Securities Exchange Board of India from time to time.

14. 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 listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.



## **SEMBCORP GREEN INFRA LIMITED**

(Formerly known as Sembcorp Green Infra Private Limited)

(CIN: U23200HR2005PLC078211)

Registered Off: Building 7A, Level 5, DLF Cybercity, Gurugram, Haryana – 122002

Tel: +91 124 698 6700, Fax: +91 124 698 6710

Website: [www.sembcorpindia.com](http://www.sembcorpindia.com), Email: [Complianceofficer.India@sembcorp.com](mailto:Complianceofficer.India@sembcorp.com)

15. Without prejudice to the generality of para (A), (B) and (C) above, the listed entity may make disclosures of event/information as specified by the Board from time to time.