



VARUN BEVERAGES LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION

(Effective from 28.03.2016, first amended on 28.04.2022 and last amended on 30.07.2024)

1. Purpose:

This Policy for Determination of Materiality of Events / Information of Varun Beverages Limited ("**Policy**") has been made pursuant to Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

The purpose of the Policy is to enable Varun Beverages Limited to determine the materiality of event/information that require disclosure with the Stock Exchanges and shall also assist the relevant employees of Varun Beverages Limited to identify any potential material event/information and reporting the same to the Authorized Persons, as defined hereinafter.

2. Applicability:

This Policy shall be applicable to Varun Beverages Limited.

3. Definitions:

- a) "Company" shall mean Varun Beverages Limited ("VBL").
- b) "Compliance Officer" shall mean the Company Secretary of the Company.
- c) "CFO" shall mean Chief Financial Officer of the Company.
- d) "Financial Year" means period starting from 1st January and ending on 31st December.
- e) "Foreign Jurisdiction" means any jurisdiction outside India wherein Subsidiary(ies) of the Company is/are having Material business operations from time to time.
- f) "Mainstream media" means mainstream media as defined under Regulations 2(1)(ra) of the Regulations.
- g) "Material business operations" means business operations of the Subsidiary Company in Foreign Jurisdiction, whose income or net worth exceeds ten percent of the consolidated income or net worth of the Company in the immediately preceding financial year.
- h) "Regulations" shall mean the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time read with applicable circulars issued thereunder.
- i) "Stock Exchanges" shall mean the stock exchanges on which the securities of the Company are listed.

Words and terms used in this Policy and not defined herein, but defined in the Regulations, the Company's Code of Conduct for Prevention of Insider Trading, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 or the Companies Act, 2013, shall have the meanings, respectively assigned to them in such code, act or legislation or any statutory modifications or re-enactments thereto, as the case may be.

4. Material event/information/business operations:

- (i) Events/information listed under Para A of Part A of Schedule III to the Regulations shall be disclosed to the Stock Exchanges, without any application of the guidelines for materiality, within the prescribed timelines and in the manner required by the Regulations.
- (ii) Events/ information listed under Para B of Part A of Schedule III to the Regulations shall be considered as material if they meet the criteria and materiality thresholds prescribed under Regulation 30(4)(i) of the Regulations and the same shall be disclosed to the Stock Exchanges, within the prescribed timelines and in the manner required by the Regulations.
- (iii) Material business operations in Foreign Jurisdiction.

Without prejudice to the above and subject to the applicability of Regulation 30(11) of the Regulations, the Company shall confirm, deny or clarify (within the timelines prescribed under the Regulations) any reported event/information/ material business operations in foreign jurisdiction in the mainstream media which is not general in nature and which indicates that rumours of an impending specific material event/information in terms of the provisions of the Regulations.

5. Authority to determine and make disclosures of event/information:

The CFO and Compliance Officer ("**Authorised Persons**") shall, jointly, determine whether any disclosure needs be made to the Stock Exchanges under the Regulations in relation to any event/information, based on assessment of value or expected impact in terms of value of such event/information against the thresholds of materiality under Regulation 30(4)(i) of the Regulations. Upon determination, the Compliance Officer shall ensure that the disclosure(s) are submitted with the Stock Exchanges and uploaded on the Company's website.

6. Identification of relevant employees and obligation related to disclosure:

- (i) The Authorised Persons shall determine the relevant employees to identify potential event/information specified in Para A and Para B of Part A of Schedule III to the Regulations pertaining to their functional roles, from time to time.
- (ii) Any such event/information shall be forthwith informed by the relevant employees to the Authorised Persons with adequate supporting data/information, to facilitate a prompt and appropriate disclosure to the Stock Exchanges.

7. Discretion to make disclosure relating to event/information where materiality test is not satisfied:

Where the Authorised Persons are satisfied that although a particular event/information does not meet the test of materiality as above, disclosure of information in relation thereto will ensure that investors are better informed with regard to the Company or non-disclosure of such information will distort the market for the Company's securities, such information may be disclosed to the Stock Exchanges under the Regulations.

8. Publication of the Policy:

This Policy, upon its adoption by the Board of Directors of the Company, along with below contact details of the Authorised Persons shall be uploaded on the Company's website and any updates hereto shall be promptly reflected on the Company's website.

S. No.	Particulars	Contact Information
1	Chief Financial Officer (CFO)	Varun Beverages Limited RJ Corp House, Plot No. 31, Institutional Area, Sector - 44, Gurgaon - 122 002 (Haryana) Ph. No. 0124 - 4643100 - 500
2	Compliance Officer	Varun Beverages Limited RJ Corp House, Plot No. 31, Institutional Area, Sector - 44, Gurgaon - 122 002 (Haryana) Ph. No. 0124 - 4643100 - 500

9. Review / Amendment:

The Board of Directors can amend this Policy, as and when deemed fit. 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.
