POLICY ON DISCLOSURE OF MATERIALITY OF EVENTS / INFORMATION

[In terms of Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. Statutory Mandate

The Board of Directors (The **"Board"**) of **Vedic Ayurveda Limited (formerly known as KD Leisures Limited_** (the **"Company"/ "VEDIC"**) has adopted the following policy and procedures with regard to disclosure of material events which are necessary to be disclosed to the stock exchanges based on criteria as may be deemed necessary and has been adopted as part of this policy. The Board may review and amend this policy from time to time.

This Policy will be applicable to the Company with effect from the date of approval of Board of Directors in terms of Regulation 30 of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"LODR"**).

2. Policy Objective and Scope

To determine the events and information which in the opinion of the Board are Material and needs to be disclosed to the Stock Exchanges.

The purpose of this document is to present a high level policy statement for **Company Name** regarding disclosure of material events / information in accordance with the provisions of LODR.

The policy intends to define KD Leisures Limited policy on disclosure of events / information and to provide guidance to the Board of Directors, KMPs and other executives and staff in making decisions and undertakings and its responsibility about making public such events / information which may materially affect the performance of the company and thereby the share price of the Company.

The policy is framed for the purpose of systematic identification, categorization, review, disclosure and updating of website, the details of information / events which are considered material or which may have a bearing on the performance of the Company and which may materially affect the share price of the company.

All the Words and expressions used in this Policy, unless defined hereinafter, shall have meaning respectively assigned to them under LODR and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued there under and as amended from time to time.

3. Definitions

"Audit Committee or Committee" means Audit Committee constituted by the Board of Directors of the Company, from time to time under the provisions of SEBI (LODR) Regulations, 2015, and / or the Companies Act, 2013.

"Board of Directors or Board" means the Board of Directors of KD Leisures Limited, as constituted from time to time.

"Company" means a Company incorporated under the Companies Act, 2013 or under any other act prior to or after Companies Act, 2013.

"Independent Director" means an independent director as defined in Section 2(47) of Companies Act, 2013.

"Policy" means Policy on Disclosure of Material Events / information.

"Material Events" are those that are specified in **Para A** of Schedule III of the LODR.

"Other Events" are those as may be decided by the Board from time to time and in accordance with **Para B of Part A** of Schedule III, as specified in sub-regulation (4) of regulation 30 of LODR.

"LODR" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

"Key Managerial Personnel" (KMP) of the Company means a Key Managerial Personnel as defined in Section 2(51) of Companies Act 2013.

4. Policy

Either based on the recommendation of the Audit Committee or Directors on suo-moto, the Board of Directors of the Company shall determine the events which are classified under different categories to be material and / or other events having a bearing on the performance of the Company and on the share price of the Company, which needs to be disclosed to the stock exchanges as per the time span specified against each category.

Events specified in Para A of Part A of Schedule III are deemed to be material events and listed entity shall make disclosure of such events.

The listed entity shall make disclosure of events specified in Para B of Part A of Schedule III, based on application of the guidelines for materiality, as specified in sub-regulation (4) of regulation 30 of SEBI (LODR).

Note: *If the Management is not in a position to inform the stock exchange within 24 hours of the decision taken at the Board Meeting, then it shall inform the stock exchange as soon as it is possible with an explanation as to the reason for delay in disclosing the said information.*

5. The listed entity shall consider the following criteria for determination of materiality of events/ information:

1. The omission of an event or information which would likely to result in discontinuity or alteration of event or information already made available publicly or;
2. 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;
3. In case where the criteria of an event / information does not fall in the categories mentioned above, but still in the opinion of the board of directors considered material.

6. Authority for determination of Materiality of events / information

The Key Managerial Personnel (KMPs) consisting of the Managing / Whole-time Director, Chief Financial Officer and the Company Secretary are hereby jointly and severally authorised to determine whether the event / information is material or not and in turn about its time line for disclosure based on the category of information as specified above to the stock exchanges, subject to such information being placed prior to or at the immediate Board Meeting held after the said information being made public.

7. Website Updating / Update to stock exchanges

The Company shall update all disclosures made under the regulations to the stock exchanges in its website and shall be continued to be hosted in the website for a minimum period of five years and thereafter archived as per the document retention policy of the Company.

The Compliance Officer, of the Company, shall give updates to the Board of Directors and to the Stock Exchanges on any material event that may have been first informed to the stock exchanges including further developments, if any, on such events. Such updates shall also be hosted on the website of the Company.

8. Authorisation to KMPs to suo moto accept / deny reported event or information

The Key Managerial Personnel (KMPs) consisting of the Managing / Whole-time Director, Chief Financial Officer / Vice President (Finance) and the Company Secretary are hereby jointly and severally authorised to suo moto accept / deny any report event or information, which has been unauthorised made public by media or by any other means including but not limited to electronic means. They are further authorised to respond to the rumours amongst the general public, which has no basis or documentation, in a way which best protects the interests of the Company. Such action taken by the KMPs shall however, be brought to the attention of the Board of Directors at its immediately subsequent meeting.

9. Compliance Officer

The Compliance Officer for the purpose of complying with the provisions of LODR shall be the Company Secretary of the Company.

10. Policy Review

This policy shall be subject to review as may be deemed necessary and to comply with any regulatory amendments or statutory modifications and subject to the necessary approvals of the Board of Directors.

11. Board's Approval

This policy was approved by the Board of Directors of the Company.

12. Other Disclosures:

In case where an event occurs or an information is available with the Company, which has not been indicated in Clause A or Clause B above, but which may have material effect on it, the Company is required to make adequate disclosures in regard thereof.

13. Amendments:

The Board reserves the right to amend or modify this Policy in whole or in part, at any point of time.