COFFEE DAY ENTERPRISES LIMITED

TO,

National Stock Exchange of India Limited
Manager-Listing
cmlist@nse.co.in

Dear Sirs,

11th February, 2016

Regulation 30 of LODR, 2015: Policy on Material Events & Contact Details of KMP authorize for making disclosures under this Regulation 30

This is to inform you that the Company at its Board Meeting held today, have adopted the Policy on Material Events & the Contact details of KMP authorized for determining materiality of an event or information and for the purpose of making disclosures to Stock Exchange under this Regulation.

A copy of the policy and the Contact details is attached herewith

Kindly take the same on record

Thanking you,

For Coffee Day Enterprises Limited

COFFEE DAY ENTERPRISES LTD. Company Secretary

Sadananda Poojary
Company Secretary & Compliance Officer

CC:

BSE Limited
General manager-DSC
corp.relations@bseindia.com

COFFEE DAY ENTERPRISES LIMITED

POLICY ON DISCLOSURE OF MATERIAL EVENTS OR INFORMATION

I. Preamble

In alignment with Regulation 30 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), every listed entity shall frame a policy for determination of materiality (this "Policy") based on criteria specified in the Listing Regulations. This Policy will be hosted on the website of the Company.

The Board of Directors of M/s. Coffee Day Enterprises Limited (the "Company"), at its meeting held on February 11th, 2016, approved this Policy with regard to disclosure of material events or information which are price sensitive and / or may have bearing on the performance or operation of the Company, thereby necessitating disclosure to the Stock Exchanges where the equity shares of the Company are listed. This Policy will be effective from February 11th, 2016.

II. Objective of this Policy

The objective of this Policy is to determine the event(s) and information(s) which, in the opinion of the Board of Directors of the Company, are considered material and need to be disclosed to the Stock Exchanges within the time limit as prescribed in this Policy, thereby ensuring a timely and balanced disclosure of all material matters concerning the Company.

This Policy provides guidelines to the Board of Directors of the Company and the Key Managerial Personnel as authorized by the Board of Directors to determine, identify and categorize events and information (which may materially affect the performance of the Company and, thereby, the share prices of the Company) as material and make necessary disclosure to the Stock Exchange(s) and on the website of the Company.

In terms of this Policy, the Company endeavors to ensure that it is able to meet its disclosure obligations under Regulation 30 of the Listing Regulations; and establish internal procedures to apprise officers of the Company of their obligations relating to systematic identification, categorization, review and disclosure of events or information which may have a material impact on the performance or operations of the Company and which may materially affect the share prices of the Company.

III. Administrative Measures for determining materiality:

The Company will make disclosure of event or information to the Stock Exchanges as specified by the SEBI from time to time. Materiality has to be determined on a case-by-case basis depending on specific facts and circumstances relating to the information or event. In order to determine whether a particular event or information is Material in nature, the Board will consider the following criteria for determination of materiality of events/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. Any event/information that the Board of Directors of the Company consider as material where the impact of such event is Material

IV. Guidelines for determining materiality

The occurrence of an event or Information shall differ on a case to case basis and would depend on the stage of discussion, negotiation or approval. For example events like Issue of rights Shares can be said to have occurred on approval of the Board of Directors. Events like Declaration of Dividend would be deemed to have occurred when the dividend is approved by the Board of Directors and the Shareholders. However, considering the price sensitivity involved in events like declaration of dividends, etc. Disclosure shall be on the receipt of approval of Board of Directors, pending Shareholders approval.

For events & Information like natural calamities or disruptions, etc. which do not involve any discussion or approval , the date of occurrence would be the date when the Company becomes aware of such events or information or as soon as the Officer of the Company has ought to have reasonably come into possession of such information in the course of performance of his duties.

PART-A

A. Material Events which shall be disclosed to the Stock Exchanges within 30 minutes from the closure of the meeting of the Board:- Regulation 30(4)

a) Dividends and / or cash bonuses recommended or declared or the decision to declare or pay any dividend and the date on which dividend shall be paid or dispatched

b) Any cancellation of dividend with reasons thereof.

c) The decision on buyback of securities.

d) The decision with respect to fund rising proposed to be undertaken.

e) Increase in capital by issue of bonus shares through capitalisation including the date on which such bonus shares shall be credited or dispatched.

f) Re-issue 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 Company from the Stock Exchanges.

B. Material Events to be disclosed to the Stock Exchanges within 24 hours from the occurrence of event or information without any application of the guidelines for Materiality:-Regulation 30(4)

a) Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation or merger or demerger or restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the Company or any other restructuring.

Explanation- For the purpose of this sub-para, the word 'acquisition' shall mean,- (i) Acquiring control, whether directly or indirectly; or, (ii)Acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that - (a)the Company holds shares or voting rights aggregating to 5% 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 subclause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds 2% of the total shareholding or voting rights in the said company.

b) 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.

c) Revision in Rating(s).

d) Agreements (viz. shareholder agreement(s), joint venture agreement(s), [illegible] settlement agreement(s) (to the extent that it impacts management and control of

the Company), agreement(s) or treaty(ies) or contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.

e) Fraud or defaults by promoter or Key Managerial Personnel or by the Company or arrest of Key Managerial Personnel or promoter.

f) Change in directors, Key Managerial Personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer.

g) Appointment or discontinuation of share transfer agent.

h) Corporate debt Restructuring.

i) One time settlement with a bank.

j) Reference to Board of Industrial and Financial Reconstruction and winding-up petition filed by any party or creditors.

k) 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 Company.

l) Proceedings of Annual and extraordinary general meetings of the Company.

m) Amendments to memorandum and articles of association of the Company, in brief.

n) Schedule of Analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors.

Part-B

C. Other Events which shall be disclosed to the Stock Exchanges upon applicability of criteria specified in clause III & IV .

The event/information shall be disclosed to the Stock Exchanges as soon as reasonably possible and not later than 24 hours:

a) Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit or division.
b) Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit or division (entirety or piecemeal).
c) Capacity addition or product launch.

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d) Awarding, bagging or receiving, amendment or termination of awarded or bagged orders or contracts not in the normal course of business.
e) 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.
f) 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.
g) Effect(s) arising out of change in the regulatory framework applicable to the Company.
h) Litigation(s) or dispute(s) or regulatory action(s) with impact.
i) Fraud/defaults etc. by directors (other than Key Managerial Personnel) or employees of the Company.
j) Options to purchase securities including any Employee Stock Option Plan/Employee Stock Purchase Scheme.
k) Giving of guarantees or indemnity or becoming a surety for any third party.
l) Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
m) Emergence of new technologies.
n) Expiry of patents.
o) Any change of accounting policy that may have a significant impact on the accounts.
p) 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.
q) Events or information with respect to Subsidiaries which are Material for the Company.

VI. Authorisation to disclose

The Board will authorize one or more Key Managerial Personnel for the purpose of determining Materiality of an event or information and for the purpose of making disclosures to the Stock Exchanges.

The Key Managerial Personnel, authorized for the purpose, will be responsible for administering this Policy, determining the materiality of events or information in relation to the Company and monitoring compliance by the Company with disclosure obligations applicable to it. The contact details of

the Key Managerial Personnel, so authorized, will be disclosed to the Stock Exchanges and will be placed on the website of the Company.

VII. Continuous Disclosures

The Company will, with respect to disclosures referred to in this Policy, make disclosures updating material developments on a regular basis, till such time the event is resolved or closed, with relevant explanations.

VIII. Publication of Policy

This Policy for determination of Materiality, as approved by the Board, will be disclosed on the website of the Company.

IX. Retention of Documents

The Company will disclose on its website all such events or information which have been disclosed to Stock Exchanges and such disclosures will be available on the website for a minimum period of five years, and thereafter as per the archival policy of the Company.

X. Amendment

The Board reserves its right to amend or modify this Policy in whole or in part, at any time, without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Act or Applicable Law.

XI. Interpretation

In any circumstance where the terms of this Policy differ from any Applicable Law governing the Company, such Applicable Law will take precedence over this Policy and the procedures there under until such time as this Policy is modified in conformity with the Applicable Law.

COFFEE DAY ENTERPRISES LIMITED

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General manager-DSC
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PART-A

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d) The decision with respect to fund rising proposed to be undertaken.

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f) Re-issue 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.

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b) 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.

c) Revision in Rating(s).

d) Agreements (viz. shareholder agreement(s), joint venture agreement(s), [illegible] settlement agreement(s) (to the extent that it impacts management and control of

the Company), agreement(s) or treaty(ies) or contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.

e) Fraud or defaults by promoter or Key Managerial Personnel or by the Company or arrest of Key Managerial Personnel or promoter.

f) Change in directors, Key Managerial Personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer.

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i) One time settlement with a bank.

j) Reference to Board of Industrial and Financial Reconstruction and winding-up petition filed by any party or creditors.

k) 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 Company.

l) Proceedings of Annual and extraordinary general meetings of the Company.

m) Amendments to memorandum and articles of association of the Company, in brief.

n) Schedule of Analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors.

Part-B

C. Other Events which shall be disclosed to the Stock Exchanges upon applicability of criteria specified in clause III & IV .

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c) Capacity addition or product launch.

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d) Awarding, bagging or receiving, amendment or termination of awarded or bagged orders or contracts not in the normal course of business.
e) 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.
f) 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.
g) Effect(s) arising out of change in the regulatory framework applicable to the Company.
h) Litigation(s) or dispute(s) or regulatory action(s) with impact.
i) Fraud/defaults etc. by directors (other than Key Managerial Personnel) or employees of the Company.
j) Options to purchase securities including any Employee Stock Option Plan/Employee Stock Purchase Scheme.
k) Giving of guarantees or indemnity or becoming a surety for any third party.
l) Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
m) Emergence of new technologies.
n) Expiry of patents.
o) Any change of accounting policy that may have a significant impact on the accounts.
p) 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.
q) Events or information with respect to Subsidiaries which are Material for the Company.

VI. Authorisation to disclose

The Board will authorize one or more Key Managerial Personnel for the purpose of determining Materiality of an event or information and for the purpose of making disclosures to the Stock Exchanges.

The Key Managerial Personnel, authorized for the purpose, will be responsible for administering this Policy, determining the materiality of events or information in relation to the Company and monitoring compliance by the Company with disclosure obligations applicable to it. The contact details of

the Key Managerial Personnel, so authorized, will be disclosed to the Stock Exchanges and will be placed on the website of the Company.

VII. Continuous Disclosures

The Company will, with respect to disclosures referred to in this Policy, make disclosures updating material developments on a regular basis, till such time the event is resolved or closed, with relevant explanations.

VIII. Publication of Policy

This Policy for determination of Materiality, as approved by the Board, will be disclosed on the website of the Company.

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The Company will disclose on its website all such events or information which have been disclosed to Stock Exchanges and such disclosures will be available on the website for a minimum period of five years, and thereafter as per the archival policy of the Company.

X. Amendment

The Board reserves its right to amend or modify this Policy in whole or in part, at any time, without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Act or Applicable Law.

XI. Interpretation

In any circumstance where the terms of this Policy differ from any Applicable Law governing the Company, such Applicable Law will take precedence over this Policy and the procedures there under until such time as this Policy is modified in conformity with the Applicable Law.

SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (LODR)

Regulation 30 - Authorization for Disclosure of events or information

The Board of Directors of the Company at their meeting held on February 11th , 2016 authorized the following Key Managerial Personnel (KMPs) for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) under Regulation 30 of LODR.

NAME	CONTACT DETAILS
MR.V.G.SIDDHARTHA *CHAIRMAN & MANAGING DIRECTOR*	*ADDRESS:* *23/2, COFFEE DAY SQUARE* *VITTAL MALLYA ROAD* *BANGALORE-560001* *PH:080 40012345*
MR.SADANANDA POOJARY *COMPANY SECRETARY & COMPLIANCE OFFICER*	*ADDRESS:* *23/2, COFFEE DAY SQUARE* *VITTAL MALLYA ROAD* *BANGALORE-560001* *PH:080 40012345* *E-MAIL:sadananda@abccoffeeday.com*