

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS

This Policy for determination of materiality of events and information for disclosure to the Stock Exchanges is framed in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. The following will be disclosed to the Stock Exchanges any time after the decision is taken or approval is granted but no later than 30 minutes of the conclusion of the meeting of the Board of Directors of the Company (hereinafter referred to as the 'Board'):
1. Approval of financial results;
 2. Recommendation of dividend to the shareholders or declaration of interim dividend, including the date of payment of dividend recommended / declared;
 3. Decision of not to recommend dividend;
 4. Approval / recommendation to the shareholders of fund raising proposal through issue of securities or acceptance of deposits from the members / public;
 5. Recommendation to the shareholders for issue of bonus shares and related information;
 6. Approval / recommendation to the shareholders for buy back of securities;
 7. Approval of forfeiture of securities, re-issue of forfeited securities or alteration of call(s) on securities;
 8. Recommendation to the shareholders for alteration of share capital;
 9. Approval/ recommendation to the shareholders for voluntary delisting of the Company's securities from one or more Stock Exchange(s).
- B. The following events / information will be disclosed to the Stock Exchanges as soon as possible but no later than 24 hours of the **occurrence of the event / information**:
1. Approval of the Board for acquisition, directly or indirectly, of control of a company, or entering into agreement for this purpose.
 2. Acquiring or agreeing to acquire, directly or indirectly, shares / voting rights of a company, such that the shareholding / voting rights aggregate 5% or more of that company's total shareholding / voting rights.
 3. Changes in shareholding in a company from the last disclosure made to the Stock Exchanges under Clause (ii) above, when such change exceeds 2% of that company's total shareholding / voting rights.
 4. Recommendation by the Board to the shareholders of a Scheme of Arrangement for amalgamation, merger, demerger or other such restructuring;
 5. Approval of the Board / recommendation by the Board to the shareholders for sale or disposal of a Manufacturing Unit/ Division of the Company or sale or disposal of a Subsidiary of the Company.
 6. Issue of securities by way of rights, bonus shares or in any other manner, alteration of capital and sub-division or consolidation of shares.

7. Forfeiture of securities, re-issue of forfeited securities or alteration of call(s) on securities.
 8. Redemption of securities of the Company.
 9. Buyback of securities of the Company.
 10. Recommendation by the Board to the shareholders for alteration in the terms of securities of the Company.
 11. Imposition of restriction on transferability of securities of the Company by any authority;
 12. Change in directors, key managerial personnel (KMP), Statutory auditors and Compliance officers appointed under Regulation 2015.
 13. Notices, call letters, resolutions and circulars sent to and advertisement issued for the information of all shareholders/ creditors/ debenture holders or any class thereof;
 14. Brief details of General Meeting;
 15. Recommendation by the Board to shareholders for amendment to Memorandum and Article of Association of the Company.
 16. Schedule of analysis of Investors' meet organized by the Company. The Company should ensure that no material information is disclosed to any one group of research analysts or investors to the disadvantage of other stakeholders.
 17. Knowledge of fraud by KMP or by Company or arrest of KMP;
 18. Entering into shareholders' agreement or joint venture agreement, to the extent that it impacts management and control of the Company or entering into agreement with media Company not in a normal course of business.
 19. Corporate debt restructuring and one time settlement with banks;
 20. Reference to BIFR and winding up petition filed by any party/ creditors;
 21. Rating of securities of the Company by a credit rating agency, including revision, if any;
 22. Appointment of discontinuation of Share Transfer Agent
- C. The following events/ information will be disclosed to the Stock Exchanges as soon as possible but no later than 24 hours of the occurrence of the event/ information, if the impact of such event/ information of the Company exceeds 10% of its gross turnover or 10% of its net worth, whichever is higher.
1. Change in general character or nature of business of the Company;
 2. Adoption of new line of business or closure of operations of a Manufacturing unit/ Division of the Company;
 3. Disruption of operations of a Manufacturing units/ Division of a Company due to natural calamity or events such as strikes/ lockouts;
 4. Litigation, disputes, regulatory actions against the Company or its KMP;
 5. Awarding /receiving orders or contracts not in normal course of business, including amendment thereto or termination thereof;
 6. Any other significant event that likely to impact the business of the Company, which is exclusively known to the Company and needs disclosure to enable shareholders to appraise the position of the Company.

In case of materiality threshold indicated above cannot be applied to a particular event/ information, the Company will disclose such event/ information-

- i. If the event/ information is material in the opinion of the Board;
- ii. When non-disclosure of such event/ information is likely to result in discontinuity or alteration of event/ information already available in the public domain;

Amendments:

The Board may, subject to applicable laws, amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy, as it may deem necessary.

Disclosure:

This policy is available on the Company's website.