



Apcotex Industries Limited

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

VERSION HISTORY

Version	Adopted / Amended by	Date of Approval / Amendment
1	Board of Directors	February 6, 2016
2	Board of Directors	July 26, 2023
3	Board of Directors	January 28, 2025

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

1. OBJECTIVE:

To comply with the Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") which requires the Company to frame a policy for determination of materiality of an event/information specified in Para B of Part A of Schedule III of the SEBI Listing Regulations, based on the criteria specified in the said Regulation for disclosure to the Stock Exchanges and hosting it on the website of the Company.

2. APPLICABILITY:

Information relating to material events, and which is price sensitive in nature, shall be promptly disseminated to the Stock Exchange where the company has its specified securities listed. For this purpose, material event means any information which relates to the Company and which, if published is likely to materially affect the price of shares of the Company.

- a. The Company shall make disclosure of events specified in Para A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015, as may be amended from time to time, without applying any test of materiality to the stock exchanges within specified timelines.
- b. The Company shall make disclosure of events specified in Para B, C and D of Part A of Schedule III of the SEBI (LODR) Regulations, 2015, as may be amended from time to time, based on application of the criteria for determination materiality as specified in Regulation 30 (4) of SEBI (LODR) Regulations, 2015.
- c. The Company shall make disclosures of any events or information which, in the opinion of the Board of Directors, is material. In case an event occurs, or information is available with the company, which has not been indicated in point a and b, but which may have material effect on it, the Company would make adequate disclosures in regard thereof.

3. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION:

The Company shall consider the following criteria for determination of materiality of event / 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; or
- c) the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:

- i. two percent of turnover, as per the last audited consolidated financial statements of the Company;
 - ii. 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;
 - iii. 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.
- d) In case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, an event or information may be treated as being material if in the opinion of the Board of Directors of the Company, the event or information is considered material.

4. DISCLOSURE OF MATERIAL EVENTS / INFORMATION:

- (a) Any event or information, including the information forming part of Annexure 1 and Annexure 2 to the Policy shall be forthwith informed to the Authorized Person(s) upon occurrence, with adequate supporting data/information, to facilitate a prompt and appropriate disclosure to the stock exchanges.
- (b) The Authorized Persons will then ascertain the materiality of such event(s) or information based on the above guidelines.
- (c) On completion of the assessment, the Authorized Persons shall, if required, make appropriate disclosure(s) to the Stock Exchanges.

The Company shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of this regulation in compliance with the applicable regulations' timelines.

Provided further that if all the relevant information, in respect of claims which are made against the Company under any litigation or dispute, other than tax litigation or dispute, in terms of subparagraph 8 of paragraph B of Part A of Schedule III, is maintained in the structured digital database of the Company in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the stock exchange(s) within seventy-two hours of receipt of the notice by the Company.

In case the disclosure is made after the timelines specified under this regulation, the Company shall, along with such disclosure provide the explanation for the delay.

The Company shall make disclosures updating the material developments pertaining to material events on a regular basis, till such time the event is resolved/ closed, and to be disclosed to the stock exchanges with relevant explanations as per applicable regulations.

Assistance shall be provided to the concerned employees of the Company in identifying any potential material event or information and reporting the same to the authorised key managerial personnel in terms of Regulation 30(5), for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchanges.

5. AUTHORIZE KEY MANAGERIAL PERSONNEL (KMP):

The following KMPs are hereby severally authorized by Board of Directors for the purpose of determining materiality of an event or information and for the purpose of making disclosures to Stock Exchange(s):

- a. Managing Director/ Vice -Chairman and Managing Director
- b. Company Secretary
- c. Chief Financial Officer

6. VERIFICATION OF REPORTED EVENT/ INFORMATION TO THE STOCK EXCHANGE:

The Company shall confirm or deny or clarify any reported event or information in the mainstream media which is not general in nature which indicates that rumors of an impending specific material event or information in terms of the provisions of this regulation are circulating amongst the investing public, as soon as reasonably possible but not later than twenty-four hours from the triggering point of material price movement.

Further, in case of confirmation of the said reported event/ information, the company shall also provide the current stage of such event or information.

7. DISCLOSURE ON THE WEBSITE OF THE COMPANY:

All such events or information which has been disclosed to stock exchange under the SEBI (LODR) Regulation, 2015 shall be made available on the Company's website. Such events or information shall be placed on the website of the Company for a minimum period of five years. The Policy and the contact details of the persons authorized by the Board shall be hosted on the website of the Company.

In case an event or information is required to be disclosed by the company in terms of the provisions of regulation 30, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority.

8. DISCLOSURE REQUIREMENTS FOR CERTAIN TYPES OF AGREEMENTS BINDING THE COMPANY:

All the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the company or of its holding, subsidiary and associate company, if any, who are parties to the agreements specified in clause 5A of para A of part A of schedule III (An Agreement which either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company), shall inform the company about the agreement to which such the company is not a party, within two working days of entering into such agreements or signing an agreement to enter into such agreements.

The agreements that subsist as on the date of notification of clause 5A to para-A of part A of schedule III, the parties to the agreements shall inform the company, about the agreement to which company is not a party and the company shall in turn disclose all such subsisting

agreements to the Stock Exchanges and on its website within the timelines as specified by the Board.

9. MODIFICATION OF POLICY:

The policy will be subject to review and amendment, as and when necessary, to ensure the same remains relevant and aligned with the evolving best practices and regulatory changes. In case of discrepancies in policy and applicable laws, applicable laws will prevail.

Contact details of Key Managerial Personnels to determine materiality of an event / information and make disclosure to Stock Exchange(s) pursuant to Regulation 30(5) of SEBI (LODR) Regulations, 2015:

Sr. No	Designation	Contact Details
1	Vice-Chairman and Managing Director	Email: redressal@apcotex.com Phone: + 91 22 62060800
2	Chief Financial Officer	
3	Company Secretary and Compliance Officer	