



**Allied Blenders
and Distillers**

**POLICY FOR DETERMINING MATERIALITY OF EVENTS AND
INFORMATION**

OF

**ALLIED BLENDERS AND DISTILLERS LIMITED
(CIN: L15511MH2008PLC187368)**

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1. Objective

The Policy is framed in accordance with the requirements of the Regulation 30 and Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). The objective of the Policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the SEBI Listing Regulations and to provide an overall governance framework for such determination of materiality.

2. Definitions

"Act" shall mean the Companies Act, 2013 and the Rules framed thereunder, including any modifications, clarifications, circulars or re-enactment thereof.

"Board of Directors" means the Board of Directors of ALLIED BLENDERS AND DISTILLERS LIMITED, as constituted from time to time.

"Company" means ALLIED BLENDERS AND DISTILLERS LIMITED.

"Key Managerial Personnel" shall mean, Key Managerial Personnel as defined in Section 2(51) of the Companies Act, 2013;

"Listing Agreement" shall mean an agreement that is to be entered into between a Recognized Stock Exchange and the Company pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015

"Material Event" or **"Material Information"** shall mean such event or information as set out in the Schedule or as may be determined in terms of this Policy. In the Policy, the words, "material" and "materiality" shall be construed accordingly.

"Material Subsidiary" shall have the same meaning as assigned to it in SEBI Listing Regulations.

"Policy" means this Policy on criteria for determining Materiality of events or information and as may be amended from time to time.

"Regulations" or "SEBI Listing Regulations" shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

"Schedule" means Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the Listing Agreement, Regulations or any other applicable law or regulation to the extent applicable to the Company.

3. Interpretation

Any terms or words that have not been defined in this Policy shall be interpreted in the same meaning as assigned to them in the Companies Act, 2013, the Listing Agreement and the SEBI Listing Regulations.

4. Guidelines for Determining Materiality of Events or Information

The Listing Regulations have classified disclosure of Material Events/Information, into the following categories:

- i. Events which are considered to be deemed material events, and which need to be disclosed without application of the “materiality criteria”. These events are specified in **Para A of Part A of Schedule III of SEBI Listing Regulations**.
- ii. Events which need to be disclosed based on the application of the “materiality criteria”. These events are specified in **Para B of Part A of Schedule III of SEBI Listing Regulations**.
- iii. Other events as specified in **Para C of Part A of Schedule III of SEBI Listing Regulations**.

Without prejudice to the generality of para A, B and C above, the Company may make disclosures of event/information as specified by the Board from time to time.

An illustrative list of such Material Information is attached as **Annexure A** to this Policy.

Besides the above, the following criteria should be considered to construe materiality of an event / information;

Qualitative Criteria:

- 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

Quantitative Criteria

The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:

- a) 2% of the turnover, as per the last audited consolidated financial statement of the Company;
- b) 2% of the net worth, as per the last audited consolidated financial statement of the Company, except in case the arithmetic value of the net worth is negative;
- c) 5% of the average of absolute value of profit or loss after tax as per the last three audited consolidated financial statements of the listed entity.

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.

Provided that any continuing event or information which becomes material pursuant to notification of these amendment regulations shall be disclosed by the Listed Entity within thirty days from the date of coming into effect of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023.

However, in certain instances, all of the three parameters specified above may not be relevant to an event. Applying the principle of *Reddendo Singula Singulis* (by assigning each one to each one) to the materiality provisions of SEBI Listing Regulations, it can be said that since there are separate thresholds of 2% of turnover, 2% of net worth and 5% of average PAT, each of such values can be applied individually and a particular threshold would be relevant and applicable depending on the nature of the event/ information being assessed. For instance, any event which has an impact on the turnover or profits of the Company can be considered material by comparing the value of such event/ information with 2% of the consolidated turnover or 5% of the average PAT, respectively.

Accordingly, for every event / information that is listed in Para B - Part A of Schedule III of the SEBI Listing Regulations, reference can be made to the Industry Standard Forum (ISF) note or any other circular(s) , FAQ(s) issued by SEBI or Stock Exchanges from time to time.

5. Disclosures of Events or Information:

- a) Events that are deemed to be material events / material / any other event/ information pertains to the Company/ related to the Company shall be disclosed as soon as reasonably possible and within the timelines as specified under the relevant regulations, circulars issued by SEBI & Stock Exchanges and ISF Note:
- i. inform the Stock Exchanges in which the securities of the Company are listed;
 - ii. upload on website of the Company.

Provided that in case the disclosure is made after the timeline as specifies under the applicable law, the Company shall, along with such disclosure(s) provide an explanation for the delay.

- b) The Company shall provide specific and adequate reply to all queries raised by Stock Exchange(s) with respect to any events or information and on its own initiative. Further it shall confirm or deny any event or information to Stock Exchange(s) reported in the media.
- c) The Company shall confirm, deny or clarify, any reported event or information in the mainstream media, which is not general in nature, and which indicates that rumor of an impending specific material event or information in terms of the provisions of the SEBI Listing Regulations that is circulating amongst the investing public, as per the timelines prescribed by SEBI / Stock Exchanges / SEBI Listing Regulations and various circulars and guidelines issued in this regard including amendments and modifications thereto. In case the Company confirms the reported event or information, it shall also provide the current stage of such event or information. Until then, the Company may on its initiative also, confirm, deny or clarify any reported event or information to Stock Exchange(s).

The said provisions shall be applicable to the Company from such date as may be specified by SEBI / Stock Exchanges.

- d) The Company shall disclose all events/information with respect to its Subsidiaries which are material for the Company.

6. Timeframe for Disclosure

In accordance with Amended Regulations, all events or information which are material shall be first disclosed to Stock Exchanges as soon as reasonably possible and in any case not later than the following:

- i. 30 minutes from the closure of the Meeting of the Board of Directors in which the decision pertaining to the event or information has been taken;

However, in case the Meeting of the Board of Directors closes after normal trading hours of that day but more than 3 hours before the beginning of the normal trading hours of the next trading day, the Company shall disclose the decision pertaining to the event or information, within 3 hours from the closure of the Board Meeting:

In case the Meeting of the Board of Directors is being held for more than one day, the financial results shall be disclosed within 30 minutes or 3 hours, as applicable, from closure of such Meeting for the day on which it has been considered.

Explanation: Normal trading hours shall mean time period for which the Recognized Stock Exchanges are open for trading for all investors.

- ii. 12 hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- iii. 24 hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company.

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 sub-paragraph 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 SEBI (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the Stock Exchange(s) within 72 hours of receipt of the notice by the Company.

The disclosure with respect to events for which timelines have been specified in Part A of Schedule III of the SEBI Listing Regulations shall be made within such timelines.

In case the Company discloses any event or information after the timelines specified under the SEBI Listing Regulations, it shall, along with such disclosure provide the explanation for the delay.

7. Authority to Determine Materiality of Events:

The Board of Directors of the Company may authorize the Key Managerial Personnel (Chief Executive Officer/Managing Director/ Chief Financial Officer/ Company Secretary) to determine the materiality of an event or information and cause to make appropriate disclosure on a timely basis. Such Person(s) shall be empowered to seek appropriate counsel or guidance from respective Head of the Departments who are responsible for relevant areas of the Company's operations to which any item of information relates.

Such Person(s) while determining the material events or information, shall take cognizance of the guidelines spelt out in the policy and adhere to the Roles and Responsibilities which shall include the following:

1. To ensure compliance with the disclosure requirements under Regulation 30 of the SEBI Listing Regulations and such other Circulars and Notifications as may be specified by SEBI in this regard.
2. To take a view on the materiality of an event/ information or on the price sensitivity of an event/ information that qualifies for disclosure under Regulation 30 of the SEBI Listing Regulations;
3. To determine the appropriate time at which the disclosures are to be made to the Stock Exchanges which shall be in adherence to the requirements of Regulation 30 of the SEBI Listing Regulations;
4. To review and finalise the details to be disclosed including updating material developments on a regular basis till such event is closed/resolved with relevant explanation. The contents of the disclosure shall be in line with the Listing Regulations as may be amended from time to time and SEBI Circulars and Notifications issued in this regard;
5. To consider such other events that may require disclosure to be made to the Stock Exchanges which are not explicitly defined in any Paras A, B and C of Part A of Schedule III of the SEBI Listing Regulations and determine the materiality, appropriate time and contents of disclosure for such matter;
6. To determine materiality thresholds of events/information mentioned in Regulation 2(1)(n) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, which are likely to materially affect the price of the securities (constituting UPSI). The Compliance Officer of the Company appointed under the SEBI (Prohibition of Insider Trading) Regulations, 2015 may consult to determine whether the event / information warrants Trading Window Closure and the appropriate stage for Closure and Opening of Trading Window;
7. To evaluate the information submitted by the Relevant Employees of the Company about any potential material event or information and to determine if disclosure is required to be made to the Stock Exchanges.
8. To review the event or information requiring disclosure to the Stock Exchanges in terms of the provisions of Regulation 30 of the SEBI Listing Regulations, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, unless disclosure of such communication is prohibited by such authority.
9. To make necessary amendment(s) to the Policy and Indicative Guidelines framed thereunder as may be required from time to time.

8. Policy Review:

The Persons authorized by the Board above may review the Policy from time to time. Any subsequent changes to the Policy will require prior approval of the Board of Directors of the Company.

In the event of inconsistency between the terms of the Policy and the SEBI Listing Regulations, the provisions of the SEBI Listing Regulations shall prevail.

Any amendments to the SEBI Listing Regulations shall *mutatis mutandis* be deemed to have been incorporated in this Policy from the date of amendment or change itself.

9. Dissemination of Policy:

This Policy shall be hosted on the website of the Company and address of such web link thereto shall be provided in the Annual Report of the Company.

All events or information disclosed to the Stock Exchanges under Regulation 30 of the SEBI Listing Regulations shall be hosted on the website of the Company as per the preservation policy of the Company.

Audio recordings, Video recordings, if any, of post earning or quarterly calls, by whatever name called, conducted physically or through digital means, shall be hosted on the website of the Company as per the preservation policy of the Company.

Annexure A

Para A of Part A of Schedule III of SEBI Listing Regulations- Events or Information that are to be disclosed based on Materiality Guidelines listed in the Policy

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation, merger, demerger or restructuring), sale or disposal of any unit(s), division(s), whole or substantially the whole of the undertaking(s) or Subsidiary of the listed entity, sale of stake in associate Company of the listed entity or any other restructuring.

Explanation (1) - For the purpose of this sub-paragraph, the word 'acquisition' shall mean-

(i) acquiring control, whether directly or indirectly; or (ii) acquiring or agreement to acquire shares or voting rights in a Company, whether existing or to be incorporated, whether directly or indirectly, such that-

- (a) the listed entity holds shares or voting rights aggregating to twenty per cent 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-paragraph and such change exceeds five per cent of the total shareholding or voting rights in the said Company; or
- (c) the cost of acquisition or the price at which the shares are acquired exceeds the threshold specified in sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30.

Provided that acquisition of shares or voting rights aggregating to five percent or more of the shares or voting rights in an unlisted Company and any change in holding from the last disclosure made under this proviso exceeding two per cent of the total shareholding or voting rights in the said unlisted Company shall be disclosed on a quarterly basis in the format as may be specified.

Explanation (2) - For the purpose of this sub-paragraph, “sale or disposal of Subsidiary” and “sale of stake in associate Company” shall include-

- (i) an agreement to sell or sale of shares or voting rights in a Company such that the Company ceases to be a wholly owned Subsidiary, a Subsidiary or an associate Company of the listed entity; or
- (ii) an agreement to sell or sale of shares or voting rights in a Subsidiary or associate Company such that the amount of the sale exceeds the threshold specified in subclause (c) of clause (i) of sub-regulation (4) of regulation 30.

Explanation (3)- For the purpose of this sub-paragraph, “undertaking” and “substantially the whole of the undertaking” shall have the same meaning as given under section 180 of the Companies Act, 2013.”

2. 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.
3. New Rating(s) or Revision in Rating(s).

4. Outcome of Meetings of the Board of Directors: The listed entity shall disclose to the Exchange(s), the outcome of meetings of the board of directors, held to consider the following:

- i. dividends recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
- ii. any cancellation of dividend with reasons thereof;
- iii. the decision on buyback of securities;
- iv. the decision with respect to fund raising proposed to be undertaken including by way of issue of securities (excluding security receipts, securitized debt instruments or money market instruments regulated by the Reserve Bank of India), through further public offer, rights issue, American Depository Receipts/ Global Depository Receipts/ Foreign Currency Convertible Bonds, qualified institutions placement, debt issue, preferential issue or any other method;
- v. increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
- vi. reissue 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;
- vii. short particulars of any other alterations of capital, including calls;
- viii. financial results;
- ix. decision on voluntary delisting by the listed entity from Stock Exchange(s).

5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.

5A. Agreements entered into by the shareholders, promoters, promoter group entities, related parties, Directors, key managerial personnel, employees of the listed entity or of its holding, Subsidiary or associate Company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements:

Provided that such agreements entered into by a listed entity in the normal course of business shall not be required to be disclosed unless they, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or they are required to be disclosed in terms of any other provisions of these regulations.

Explanation: For the purpose of this clause, the term “directly or indirectly” includes agreements creating obligation on the parties to such agreements to ensure that listed entity shall or shall not act in a particular manner.”

6. Fraud or defaults by a listed entity, its promoter, Director, key managerial personnel, senior management or Subsidiary or arrest of key managerial personnel, senior management, promoter or Director of the listed entity, whether occurred within India or abroad:

For the purpose of this sub-paragraph:

- (i) 'Fraud' shall include fraud as defined under Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.
- (ii) 'Default' shall mean non-payment of the interest or principal amount in full on the date when the debt has become due and payable.

Explanation 1- In case of revolving facilities like cash credit, an entity would be considered to be in 'default' if the outstanding balance remains continuously in excess of the sanctioned limit or drawing power, whichever is lower, for more than thirty days.

Explanation 2- Default by a promoter, Director, key managerial personnel, senior management, Subsidiary shall mean default which has or may have an impact on the listed entity.

Explanation 3 - Fraud by senior management, other than who is promoter, Director or key managerial personnel, shall be required to be disclosed only if it is in relation to the listed entity.

7. Change in Directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, etc.) Senior Management, Auditor and Compliance Officer.
- 7A. In case of resignation of the auditor of the listed entity, detailed reasons for (2) resignation of auditor, as given by the said auditor, shall be disclosed by the listed entities to the Stock Exchanges as soon as possible but not later than twenty four hours of receipt of such reasons from the auditor.
- 7B. Resignation of independent Director including reasons for resignation: In case of resignation of an independent Director of the listed entity, within seven days from the date of resignation, the following disclosures shall be made to the Stock Exchanges by the listed entities:
- i. The letter of resignation along with Detailed reasons for the resignation as given by the said Director
 - ia. Names of listed entities in which the resigning Director holds Directorships, indicating the category of Directorship and Membership of Board committees, if any
 - ii. The independent Director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.
 - iii. The confirmation as provided by the independent Director above shall also be disclosed by the listed entities to the Stock Exchanges along with the disclosures as specified in sub-clause (i) and (ii) above.

- 7C. In case of resignation of key managerial personnel, senior management, Compliance Officer or Director other than an independent Director; the letter of resignation along with detailed reasons for the resignation as given by the key managerial personnel, senior management, Compliance Officer or Director shall be disclosed to the Stock Exchanges by the listed entities within seven days from the date that such resignation comes into effect.
- 7D. In case the Managing Director or Chief Executive Officer of the listed entity was indisposed or unavailable to fulfil the requirements of the role in a regular manner for more than forty five days in any rolling period of ninety days, the same along with the reasons for such indisposition or unavailability, shall be disclosed to the Stock Exchange(s).
8. Appointment or discontinuation of share transfer agent.
9. Resolution plan/Restructuring in relation to loans/borrowings from banks/financial institutions including the following details:
- (i) Decision to initiate resolution of loans/borrowings;
 - (ii) Signing of Inter-Creditors Agreement (ICA) by lenders;
 - (iii) Finalization of Resolution Plan;
 - (iv) Implementation of Resolution Plan;
 - (v) Salient features, not involving commercial secrets, of the resolution/restructuring plan as decided by lenders.
10. One time settlement with a bank.
11. Winding-up petition filed by any party / creditors.
12. 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 listed entity
13. Proceedings of Annual and extraordinary general Meetings of the listed entity.
14. Amendments to memorandum and articles of association of listed entity, in brief.
15. (i) Schedule of analysts or institutional investors meet at least two working days in advance (excluding the date of the intimation and the date of the meet) ;
- (ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls shall be disclosed to the recognized Stock Exchanges prior to beginning of such events.

Explanation I: For the purpose of this clause “meet” shall mean group Meetings or group conference calls conducted physically or through digital means.

Explanation II: Disclosure of names in the schedule of analysts or institutional investors meet shall be optional for the listed entity.

(b) Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means, in the following manner:

(i) The audio recordings shall be promptly made available on the website and in any case, before the next trading day or within twenty-four hours from the conclusion of such calls, whichever is earlier;

(ii) the video recordings, if any, shall be made available on the website within forty-eight hours from the conclusion of such calls;

(iii) the transcripts of such calls shall be made available on the website along with simultaneous submission to recognized Stock Exchanges within five working days of the conclusion of such calls.

16. The following events in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code:

- a. Filing of application by the corporate applicant for initiation of CIRP, also specifying the amount of default;
- b. Filing of application by financial creditors for initiation of CIRP against the corporate debtor, also specifying the amount of default;
- c. Admission of application by the Tribunal, along with amount of default or rejection or withdrawal, as applicable ;
- d. Public announcement made pursuant to order passed by the Tribunal under section 13 of Insolvency Code;
- e. List of creditors as required to be displayed by the corporate debtor under regulation 13(2)(c) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016;
- f. Appointment/ Replacement of the Resolution Professional;
- g. Prior or post-facto intimation of the Meetings of Committee of Creditors;
- h. Brief particulars of invitation of resolution plans under section 25(2)(h) of Insolvency Code in the Form specified under regulation 36A(5) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016;
- i. Number of resolution plans received by Resolution Professional;
- j. Filing of resolution plan with the Tribunal;
- k. Salient features, not involving commercial secrets, of the resolution plan approved by the Tribunal, in such form as may be specified;
- l. Specific features and details of the resolution plan as approved by the Adjudicating Authority under the Insolvency Code, not involving commercial secrets, including details such as:
 - (i) Pre and Post net-worth of the Company;
 - (ii) Details of assets of the Company post CIRP;
 - (iii) Details of securities continuing to be imposed on the Companies' assets;

- (iv) Other material liabilities imposed on the Company;
 - (v) Detailed pre and post shareholding pattern assuming 100% conversion of convertible securities;
 - (vi) Details of funds infused in the Company, creditors paid-off;
 - (vii) Additional liability on the incoming investors due to the transaction, source of such funding etc.;
 - (viii) Impact on the investor – revised P/E, RONW ratios etc.;
 - (ix) Names of the new promoters, key managerial personnel, if any and their past experience in the business or employment. In case where promoters are companies, history of such Company and names of natural persons in control;
 - (x) Brief description of business strategy.
- m. Approval of resolution plan by the Tribunal or rejection, if applicable;
- n. Proposed steps to be taken by the incoming investor/acquirer for achieving the MPS;
- o. Quarterly disclosure of the status of achieving the MPS;
- p. The details as to the delisting plans, if any approved in the resolution plan. Initiation of Forensic audit
17. Initiation of Forensic audit: In case of initiation of forensic audit, (by whatever name called), the following disclosures shall be made to the Stock Exchanges by listed entities:
- a) The fact of initiation of forensic audit along-with name of entity initiating the audit and reasons for the same, if available;
 - b) Final forensic audit report (other than for forensic audit initiated by regulatory / enforcement agencies) on receipt by the listed entity along with comments of the management, if any.

Explanation- For the purpose of this sub-paragraph, forensic audit refers to the audits, by whatever name called, which are initiated with the objective of detecting any mis-statement in financial statements, mis-appropriation, siphoning or diversion of funds and does not include audit of matters such as product quality control practices, manufacturing practices, recruitment practices, supply chain process including procurement or other similar matters that would not require any revision to the financial statements disclosed by the listed entity.

18. Announcement or communication through social media intermediaries or mainstream media by Directors, promoters, key managerial personnel or senior management of a listed entity, in relation to any event or information which is material for the listed entity in terms of regulation 30 of these regulations and is not already made available in the public domain.

Explanation – “social media intermediaries” shall have the same meaning as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021.

19. Action(s) initiated, or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its Directors, key managerial personnel, senior management, promoter or Subsidiary in relation to the listed entity, in respect of the following:

- (a) search or seizure; or
- (b) re-opening of accounts under section 130 of the Companies Act, 2013; or
- (c) investigation under the provisions of Chapter XIV of the Companies Act, 2013; along with the following details pertaining to the actions(s) initiated, taken orders passed:
 - i. name of the authority;
 - ii. nature and details of the action(s) taken, initiated or order(s) passed;
 - iii. date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;
 - iv. details of the violation(s)/contravention(s) committed or alleged to be committed;
 - v. impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.

20. Action(s) taken or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its Directors, key managerial personnel, senior management, promoter or Subsidiary, in relation to the listed entity, in respect of the following:

- (a) suspension;
- (b) imposition of fine or penalty;
- (c) settlement of proceedings;
- (d) debarment;
- (e) disqualification;
- (f) closure of operations;
- (g) sanctions imposed;
- (h) warning or caution; or
- (i) any other similar action(s) by whatever name called;

along with the following details pertaining to the actions(s) taken or orders passed:

- i. name of the authority;
- ii. nature and details of the action(s) taken, or order(s) passed;
- iii. date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;
- iv. details of the violation(s)/contravention(s) committed or alleged to be committed;
- v. impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.

Explanation- Imposition of fine or penalty shall be disclosed in the following manner along with the details pertaining to the action(s) taken or orders passed as mentioned in the sub-paragraph:

- i. disclosure of fine or penalty of rupees one lakh or more imposed by sectoral regulator or enforcement agency and fine or penalty of rupees ten lakhs or more imposed by other authority or judicial body shall be disclosed within twenty four hours.
- ii. disclosure of fine or penalty imposed which are lower than the monetary thresholds specified in the clause (i) above on a quarterly basis in the format as may be specified.

21. Voluntary revision of financial statements or the report of the Board of Directors of the listed entity under section 131 of the Companies Act, 2013.

Para B of Part A of Schedule III of SEBI Listing Regulations- Events or Information that are to be disclosed based on Materiality Guidelines listed in the Policy

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2. Any of the following events pertaining to the listed entity:
 - (a) arrangements for strategic, technical, manufacturing, or marketing tie-up; or
 - (b) adoption of new line(s) of business; or
 - (c) closure of operation of any unit, division or Subsidiary (in entirety or in piecemeal)
3. Capacity addition or product launch.
4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
5. 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.
6. Disruption of operations of any one or more units or division of the listed entity due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
7. Effect(s) arising out of change in the regulatory framework applicable to the listed entity
8. Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the listed entity.
9. Frauds or defaults by employees of the listed entity which has or may have an impact on the listed entity.
10. Options to purchase securities including any ESOP/ESPS Scheme.
11. Giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party.
12. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
13. Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority.

Para C of Part A of Schedule III of SEBI Listing Regulations – Any other information /event

Any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.

Para D of Part A of Schedule III of SEBI Listing Regulations – Any other information /event

Without prejudice to the generality of para A, B and C above, the listed entity may make disclosures of event/information as specified by the Board from time to time.

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