
JAYKAY ENTERPRISES LIMITED

POLICY ON MATERIALITY OF EVENTS/INFORMATION

Document Title	Policy on Materiality of Events/Information
Version	2.0
Approver	Board of Directors
Custodian	Company Secretary and Chief Financial Officer
Latest Review	August 10, 2023



JAYKAY ENTERPRISES LIMITED (“COMPANY”)
POLICY ON MATERIALITY OF EVENTS/INFORMATION

1. OBJECTIVES OF THE POLICY

- 1.1 In order to enable investors to make well-informed investment decisions, timely, adequate and accurate disclosure of information on an ongoing basis is essential.
- 1.2 In order to assist the relevant employees of the Company in identifying any potential material event or information and reporting the same to the authorized Key Managerial Personnel, for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s).
- 1.3 The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “**Listing Regulations**”), deals with the disclosure of event and information by the listed companies. The Listing Regulations prescribe that the Company shall frame a policy for determination of materiality of events or information, based on criteria specified in the Listing Regulations, which shall be approved by its board of directors, and shall be disclosed on its website.
- 1.4 The Securities and Exchange Board of India (the “**SEBI**”) through its Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 titled “Continuous Disclosure Requirements for Listed Entities” read with Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13 2023, provides guidance to listed entities according to which the listed entities have the responsibility to make disclosures that are appropriate and would be consistent with the facts of each event.

2. DEFINITIONS

- 2.1 “**Act**” means the Securities and Exchange Board of India Act, 1992, as amended from time to time.
- 2.2 “**Applicable Laws**” include any statute, law, regulation, ordinance, rule, judgment, order, decree, bye-law, clearance, directive, guideline, notification and clarification issued by the governmental or statutory or regulatory authority or other governmental instruction and/or mandatory standards, as may be applicable to the Company, with respect to determination of materiality of event/ information in relation to the Company, and as amended from time to time.
- 2.3 “**Board of Directors**” or “**Board**” means the board of directors of the Company, or a duly authorized committee thereof.
- 2.4 “**Chief Financial Officer**” shall have the same meaning as assigned to it under the Companies Act, and under the Listing Regulations.

- 2.5 "**Committee**" means a committee of Board of Directors or any other committee so constituted.
- 2.6 "**Companies Act**" means the Companies Act, 2013, along with rules, notifications and circulars made/ issued thereunder, as amended from time to time.
- 2.7 "**Company Secretary**" shall have the same meaning as assigned to it under the Companies Act.
- 2.8 "**Compliance Officer**" means a qualified Company Secretary so appointed and designated as such by the Company.
- 2.9 "**Financial Year**" shall have the same meaning as assigned to it under the Companies Act.
- 2.10 "**Key Managerial Personnel**" shall have the same meaning as assigned to it under the Companies Act, and under the Listing Regulations.
- 2.11 "**Managing Director**" shall have the same meaning as assigned to it under the Companies Act, and under Listing Regulations.
- 2.12 "**Meeting of Board of Directors/Board Meeting**" means a meeting of the Board of Directors convened, conducted and held in accordance with the Companies Act and the Listing Regulations.
- 2.13 "**Net Worth**" shall have the same meaning as assigned to it under the Companies Act.
- 2.14 "**Promoter**" and "**Promoter Group**" shall have the same meaning as assigned to them in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- 2.15 "**Related Party**" shall have the same meaning as assigned to it under the Companies Act, and under the Listing Regulations, or under the applicable accounting standards.
- 2.16 "**Related Party Transaction**" means a transfer of resources, services or obligations between the Company and a related party, regardless of whether a price is charged and a "transaction with a related party" shall be construed to include a single transaction or a group of transactions in a contract.
- 2.17 "**Stock Exchange**" means a recognized stock exchange as defined under the Securities Contracts (Regulation) Act, 1956, on which the securities of the Company are listed.
- 2.18 "**Subsidiary**" shall have the same meaning as assigned to it under the Companies Act, and under the Listing Regulations.

All other words and expressions used but not defined in this policy , but defined in the Act or the Companies Act, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Listing Regulations and/or the rules and regulations made thereunder shall have the same meaning as respectively assigned to them in such acts or rules or regulations or any other Act and/or applicable laws or any statutory modification or re-enactment thereto, as the case maybe.

3. APPLICABILITY

The Policy is applicable to Jaykay Enterprises Limited. (“JKE” or “The Company”)

4. GUIDING PRINCIPLES- DISCLOSURES OF EVENTS/ INFORMATION

4.1 The Company shall disclose to the Stock Exchange information on a continual and regular basis of events and developments on various matters. These may be divided into:

- Prior intimations
- Mandatory Disclosure of Event indicated in **Annexure-1**
- Disclosure of Event based on application of guidelines for materiality **Annexure-2**

4.2 The Company shall first disclose to the stock exchange(s) all events or information, after applying the guidelines on occurrence of events or information, which are material in nature as per the provisions of Regulation 30 of listing regulations as soon as reasonably possible but not later than:

- i. thirty 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;
- ii. twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- iii. twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company:

The disclosure with respect to events or information for which timelines have been specified in Part A of Schedule III read with Annexure-II issued pursuant to Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13 2023, shall be made within such timelines.

4.3 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.

4.4 In case an event or information is required to be disclosed by the Company in terms of the provisions of regulation 30 of listing regulations, 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.

➤ **Prior Intimations:**

1. The Company shall give prior intimation to the Stock Exchanges about the meeting of the Board of Directors at which any of the following proposals are to be considered at least two working days in advance, excluding the date of the intimation and date of the Meeting:

- a) Proposal for buy back of securities;
- b) Proposal for voluntary delisting by the listed entity from the stock exchange(s);
- c) Fund raising by way of further public offer, rights issue, American Depository Receipts/ Global Depository Receipts/Foreign Currency Convertible Bonds, qualified institutions placements, debt issue, preferential issue or any other method and for determination of issue price.

Provided Intimation shall also be given of any Annual General Meeting or Extra Ordinary General Meeting or postal ballot that is proposed to be held for obtaining a shareholder approval for further fund raising indicating type of issuance;

- d) Declarations / recommendation of dividend, issue of convertible securities including convertible debentures or of debentures carrying a right to subscribe to equity shares or the passing over of dividend;
- e) The proposal for declaration of bonus securities.

2. The intimation regarding the meeting of the Board of Directors at which the quarterly, half yearly and annual financial results are to be considered shall be given at least five days in advance. excluding the date of the intimation and the date of the meeting of Board of Directors.

3. The Company shall also give prior intimation to the Stock Exchange(s) at least eleven working days before any of the following proposal is placed before the Board of Directors:

a) Any alteration in the form or nature of any of its securities that are listed on the Stock Exchange or in the rights or privileges of the holders thereof

b) Any alteration in the date on which, the interest on debentures, or bonds, or the redemption amount of redeemable shares or of debentures or bonds, shall be payable.

➤ **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 a listed entity or of its holding, subsidiary and associate company, who are parties to the agreements, shall inform the Company about the agreement to which 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 the 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.

Additionally, any other information/events, major development that is likely to affect business of the Company, that may have a significant impact on the business and 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, shall be disclosed.

The Company may on its own initiative also, confirm or deny any reported event or information to the Stock Exchange(s).

5. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENT AND/OR INFORMATION:

5.1 The following events and/ or information shall be considered 'material':

- (a) the omission of which, is likely to result in discontinuity or alteration of an event or information already available publicly; or
- (b) the omission of which, is likely to result in significant market reaction if the said omission came to light at a later date;
- (c) the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - (1) two percent of turnover, as per the last audited consolidated financial statements of the Company;
 - (2) 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;
 - (3) 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 above 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:

5.2 While disclosing the event/ information under this Clause, such details shall be disclosed as may be required under Applicable Laws.

6. AUTHORITY FOR DETERMINING MATERIALITY AND DISSEMINATION OF THE INFORMATION HEREUNDER

The following Key Managerial Personnel(s) are authorized to determine whether an event or information is material and for the purpose of making appropriate disclosure on a timely basis to the Stock Exchange(s).

6.1 Determination of materiality of event:

Any two of the Chairman & Managing Director, Chief Financial Officer, Company Secretary, of the Company, or any other person as may be authorized by the Board, in accordance with the Companies Act and the Listing Regulations, are authorized to determine materiality of an event/information under this Policy.

6.2 'Making disclosures to Stock Exchange(s):

The Company Secretary of the Company or any of the officials mentioned under Clause 6.1 above is authorized to disseminate information and disclosure of material events / information to the Stock Exchange(s).

6.3 Determination of relevant Employees

The Senior Management Personnel and such other persons, as determined by the aforesaid authorized persons shall be relevant employees for the purpose of this policy, to identify potential event or information pertaining to their functional roles and report the same to the aforesaid Authorized Persons.

7. DISCLOSURE OF POLICY

7.1 The Policy shall be disclosed on the Company's website.

7.2 The Company shall, with respect to disclosures referred to in this Policy, make disclosures updating material development on a regular basis to the Stock Exchange(s), till such time the event is resolved/ closed, with relevant explanation(s).

7.3 All disclosures made to Stock Exchange(s) under the Policy shall also be hosted on the website of the Company for a minimum period of 5 (five) years as per the "Archival Policy" of the Company.

8. AMENDMENT AND CONFLICT

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall not be inconsistent with the provisions of the SEBI Listing Regulations. The Company Secretary, being the Compliance Officer, is also authorized to make amendment in this Policy, where there are any statutory changes necessitating the amendment in the Policy and any such amendment/ modification in the Applicable Laws shall automatically apply to this Policy.

9. INTERPRETATION

In any circumstance where the terms of this Policy is in conflict from any existing or newly enacted law, rule or regulation governing the Company, the law, rule, or regulation will take precedence over this Policy.

ANNEXURE - 1

EVENTS WHICH SHALL BE DISCLOSED WITHOUT ANY APPLICATION OF THE GUIDELINES FOR MATERIALITY AS SPECIFIED IN SUB-REGULATION (4) OF REGULATION (30) OF THE LISTING REGULATIONS

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

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 Company holds shares or voting rights aggregating to 5% (five percent) 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 sub-clause (a) of clause(ii) and such change exceeds 2% (two percent) 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.

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 Company; 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 sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30.

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 the meetings of the Board of Directors. The Company shall disclose to the Exchange(s), within 30 (thirty) minutes of the closure of the meeting, held to consider the following:
 - a) dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
 - b) any cancellation of dividend with reasons thereof;
 - c) the decision on buyback of securities;
 - d) the decision with respect to fund raising proposed to be undertaken
 - e) increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
 - f) 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;
 - g) short particulars of any other alterations of capital, including calls;
 - h) financial results; and
 - i) decision on voluntary delisting by the Company from Stock Exchange(s).

In case of board meetings being held for more than one day, the financial results shall be disclosed within thirty minutes of end of the meeting for the day on which it has been considered

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 Company), 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 Company or of its holding, subsidiary or associate company, among themselves or with the Company 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 Company or impose any restriction or create any liability upon the Company, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements

However, if such agreements entered into by a Company 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 Company 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 Company shall or shall not act in a particular manner.

6. Fraud or defaults by a Company, its promoter, director, key managerial personnel, senior management or subsidiary or arrest of key managerial personnel, senior management, promoter or director of the Company, 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 Company.

7. Change in Directors, Key Managerial Personnel (MD, CEO, CFO, CS etc.), senior management, Auditor and Compliance Officer.
- 7A. In case of resignation of the auditor of the Company, detailed reasons for resignation of auditor, not later than 24 (twenty-four) hours of receipt of such reasons from the auditor.
- 7B. In case of resignation of independent director of the Company, within 7 (seven) days from the date of resignation the following disclosures shall be made to the Stock Exchanges by the Company:
- i. Letter of resignation along with detailed reasons for the resignation of 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 are 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 Company 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 Company.
13. Proceedings of annual and extraordinary general meetings of the Company.
14. Amendments to memorandum and articles of association of the Company, in brief.
15. (a) 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)] and presentations made by the Company to analysts or institutional investors.

Explanation: For the purpose of this clause 'meet' shall mean group meetings or group conference calls conducted physically or through digital means.

(b) Audio or video recordings and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means, simultaneously with submission to the recognized stock exchange(s), in the following manner:

- i. the presentation and the audio/video 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 transcripts of such calls shall be made available on the website 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 and Bankruptcy Code, 2016 (“**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 and Bankruptcy 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. Approval of resolution plan by the Tribunal or rejection, if applicable;
 - 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, 428[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. Any other material information not involving commercial secrets.

- 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.
17. 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 Company along with comments of the management, if any.
18. Announcement or communication through social media intermediaries or mainstream media by directors, promoters, key managerial personnel or senior management of a Company, in relation to any event or information which is material for the Company in terms of regulation 30 of these regulations and is not already made available in the public domain by the Company.
19. Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the Company or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the Company, 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 or 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 Company, 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 Company or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the Company, 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) initiated, taken or 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 Company, quantifiable in monetary terms to the extent possible.

21. Voluntary revision of financial statements or the report of the board of directors of the Company under section 131 of the Companies Act, 2013.

ANNEXURE-2

EVENTS WHICH SHALL BE DISCLOSED UPON APPLICATION OF THE GUIDELINES FOR MATERIALITY REFERRED TO IN SUB-REGULATION (4) OF REGULATION 30 OF THE LISTING REGULATIONS

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 Company:
 - (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) 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 Company 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 Company
8. Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the Company
9. Frauds or defaults by employees of the Company which has or may have an impact on the Company.
10. Options to purchase securities including any ESOP/ESPS scheme.
11. Giving of guarantees or indemnity or becoming a surety, by whatever name 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.

