JAIPRAKASH

POWER VENTURES LIMITED

Policy on Determining Materiality of Events / Information

Amended on 01.02.2025

1. SCOPE OF THE POLICY

Prior to enactment of SEBI (Listing Requirements and Disclosure Requirements) Regulations, 2015, Stock Exchanges had issued a guidance note on Clause 36 of the Listing Agreement laying down the guidelines for reporting of Events and Information, which have bearing on the performance / operations of the Company, as well as any price sensitive information, along with requisite details for reporting to the Stock Exchanges promptly, accurately and with due authorization. In terms of Regulation 30 (4) (ii) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has adopted a Policy for determination of materiality of Events and Information to broadly classify, recognize and promptly disclose to the Stock Exchanges Material Events / Information in terms of the provisions of Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI –LODR"). This Policy, effective from **1st December, 2015,** is being amended as Clause 2.3 of the Policy and amendments in Regulation 30 of SEBI LODR**.**

2. OBJECTIVE OF THE POLICY

2.1 The Company believes in principles of fair disclosure and transparency and recognizes that timely disclosure of relevant information to the shareholders of the Company is important to protect the interests of shareholders of the Company. Non-compliance with the principles of disclosure and transparency can present potential risks to the Company including by way of loss of shareholder confidence, non-compliance risks of various regulations etc. and may thus raise questions about the governance practices in the Company.

2.2 This policy on the determination of materiality of Events/ Information, as required under 30 (4) (ii) of the Regulation is laid down to express the Policy of the Company for identification/ determination of material Events/ Information which require prompt disclosure to the Stock Exchanges in accordance with the Regulations. The Policy shall not dilute any requirement specified under the provisions of SEBI LODR.

2.3 This Policy may be amended at any time by the Board of Directors ("the Board") of the Company and is subject to further guidance from SEBI or amendments to or re-enactment of Regulations.

3. RELEVANT REGULATIONS

3.1 Part A, Part B, Part C, Part D and Part E of Schedule III of the Listing Regulations list out Events / Information upon occurrence of which listed entity would make disclosure to Stock Exchanges depending upon types of securities of the Company which are listed on the Exchanges.

3.2 Para A of Part A of Schedule III specifies the Events which shall be disclosed without any application of the guidelines for materiality as specified in Regulation 30 (4) of SEBI- LODR (Annexure-A (ii).

3.3 Para B of Part A of Schedule III of SEBI – LODR specifies the list of Events which may or may not be material to the Company and for which the Company has to apply the guidelines for materiality as specified in Regulation 30(4) in order to determine whether the Event is material (Annexure –A(ii).

3.4 Para C of Part A of Schedule III of SEBI-LODR indicates the other Information / Event which is exclusively known to the listed entity (Annexure- A(iii) which requires disclosure to the holders of securities of the listed entity.

3.5 Regulation 30(4) reads as follows:

(4) (i) The listed entity shall 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; or

c. In case where the criteria specified in sub-clauses (a) and (b) are not applicable, an event/information may be treated as being material if in the opinion of the board of directors of listed entity, the event / information is considered material. 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 listed entity;

(2) two percent of net worth, as per the last audited consolidated financial statements of the listed entity, 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 listed entity;

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 listed entity, 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."

(ii) The listed entity shall frame a policy for determination of materiality, based on criteria specified in this sub-regulation, duly approved by its board of directors, which shall be disclosed on its website.

Provided that such a policy for determination of materiality shall not dilute any requirement specified under the provisions of these regulations:

Provided further that such a policy for determination of materiality shall assist the relevant employees of the listed entity in identifying any potential material event or information and reporting the same to the authorized Key Managerial Personnel, in terms of sub-regulation (5), for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s)."

3.6 Chapter II, Regulation 4(3) of the Listing Regulation specified that in the event of any conflict between the principles specified in the regulation and relevant Listing Regulation, principles provided in Regulation 4(3) shall prevail.

"Chapter II, Regulation 4 (3),

In case of any ambiguity or incongruity between the principles and relevant regulations, the principles specified in this chapter shall prevail."

4. POLICY STATEMENT

4.1 The Company through this Policy intends to determine whether an Event or Information is material or not in the following manner;

a) Classify the Information or Event as i) having an immediate or likely monetary impact ("Monetary Event/ Information") or ii) Not having any immediate or likely monetary impact ("Non-Monetary Event/ Information")

b) For Events / Information if the 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 listed entity;

(2) two percent of net worth, as per the last audited consolidated financial statements of the listed entity, 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 listed entity;

c) In some cases, inter-alia including disclosure of Events specified in Para B of Part A of Schedule III of SEBI-LODR, if the materiality thresholds as prescribed in clause 4(A)(b) hereinabove of this Policy cannot be applied, the Authorised Key Managerial Personnel in such cases, shall frame their opinion on a case to case basis, based on specific facts and circumstances relating to the Information/ Events and while doing so, it may consider, among other factors, the following factors;

- Whether the omission of an Event or Information, which is likely to result in discontinuity or alteration of Event or Information already available publicly; or
- Whether 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
- Whether there would any direct or indirect impact on the reputation of the Company; or
- Whether non-disclosure can lead to creation of false market in the securities of the Company; or
- Whether there would be a significant impact on the operations or performance of the Company or

Provided that any confidential information which if disclosed, is likely to put at risk the business interest of the Company, shall not be disclosed. The Company to that extent shall make qualified disclosure to the Stock Exchanges.

4.2 The Company shall disclose all Events or Information with respect to subsidiaries which are material to the Company.

4.3 Besides, mandatory disclosures as may be required by SEBI LODR, as amended, nothing in this Policy is intended to restrict the Company from voluntarily disclosing any additional information including confirming, denying any reported Event, and the Authorised Key Managerial Personnel are severally authorized to disclose additional Information as may be considered important by the Authorised Key Managerial Personnel, for

disclosure to the investors including potential investors in compliance with the 'Principles governing disclosure and obligations' under Chapter II of the SEBI – LODR .

4.4 The Company shall disclose such Material Information within the time lines as prescribed by SEBI LODR, from time to time, including any updations on material developments on regular basis till such time such Event is resolved / closed, with relevant explanation.

4.5 The Company shall disclose on its website (www.jppowerventures.com) all such Events or Information which have been disclosed to Stock Exchange(s) under the Regulation, and such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the Archival Policy of the Company, as disclosed on Company's website.

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

5. IMPLEMENTATION AND MONITORING

5.1 Any two Designated Officers of the Company out of Vice Chairman, Managing Director & CEO, Chief Financial Officer and Company Secretary with consent of Chairman are authorized to decide whether any Event or Information is material and to classify it as a Material Information/ Event, decide the appropriate time, in compliance with the provisions of the SEBI- LODR, at which the disclosure is to be submitted to the Stock Exchanges and the details that may disclosed in its best interest of present and potential investors and on the website of the Company.

5.2 The contact details of the authorized Key Managerial Personnel for the purpose shall be disclosed to the Stock Exchanges and on website of the Company, from time to time.

6. LIMITATION

In any circumstance where the terms of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over this Policy until such time as this Policy is changed to conform to the law, rule, regulation or standard.

7. REVIEW OF THE POLICY

The Board may subject to the applicable law 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. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

Annexure-A (i)

Events which shall be disclosed without any application of the guidelines for Materiality:

(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 sub clause (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 sub clause (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 and/or cash bonuses 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);

Provided that 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 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 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 313disclosures 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) (a) (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) and presentations made by the listed entity to analysts or institutional investors.

(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.

(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."

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

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:

**The requirement for disclosure(s) of audio/video recordings and transcript shall be voluntary with effect from April 01, 2021 and mandatory with effect from April 01, 2022.

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

(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. 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, 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) 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 by the listed entity.

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 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 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.

*****

Annexure-A (ii)

Events/information as specified under **Para B of Part A of Schedule III of the SEBI-LODR:**

(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) 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, 327by 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."

*****

Annexure-A (iii)

Events/information as specified under **Para C of Part A of Schedule III of the SEBI –LODR**:

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 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.

******

The Revised Policy as approved by the Board of Directors shall come into force with immediate effect.

9. DISCLOSURE ON WEBSITE

The Revised Policy shall be disclosed on the website of the Company. Further, the Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under the Listing Regulations and such disclosures shall be made available on the website of the Company for a period of five years and thereafter as per the archival policy of the Company.

*****