

Ashok Alco-Chem Limited
(CIN: L24110MH1992PLC069615)

**POLICY ON DETERMINATION OF MATERIAL
EVENTS OR INFORMATION**

1. PREFACE

This policy of Determination of Material Events or Information (the “**Policy**”) is aimed to determine materiality of events or information, to promote transparency, to enable investors to take well informed decision and to ensure timely and adequate dissemination of information to stock exchanges.

This policy has been framed in accordance with the guidelines issued under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with regards to disclosure of events or information.

The Board of Directors of Ashok Alco-Chem Limited has adopted the following policy and procedures with regard to disclosure of material events and information for consistent and timely dissemination of material events or information. The Board shall review and if required may amend this policy from time to time.

2. PURPOSE

The purpose of this policy is to provide guidelines to the management to ensure timely and accurate disclosure on all material matters are made to the investors by the Company to enable them to take well informed decisions.

3. DEFINITIONS

“**Company**” means Ashok Alco-Chem Limited

“**Board**” means the Board of Directors of Ashok Alco-Chem Limited

“**Policy**” means the Policy on Determination of Material Events or Information and as may be amended from time to time

“**Material Events or Information**” means such event or information as may be determined in terms of Clause 4 of the policy.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable law or regulation to the extent applicable to the Company.

4. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

The Company shall consider the following criteria for determination of materiality of an events or information:

- a. The omission of an event or information is likely to:
 - Result in discontinuity or alteration of an event or information already available publicly;
 - Result in significant market reaction if the said omission came to light at a later date.
- b. Events or information not covered above, but it is considered as being material in the opinion of the Board of Directors of the Company.

5. AUTHORISATION FOR DISCLOSURES

The Board of Directors of the Company has jointly and/or severally authorised the Whole Time Director, Chief Financial Officer, and Company Secretary (Authorised Persons) to determine the materiality of an event or information and to deal with the dissemination of information and disclosure of any material event or information covered under this policy to the Stock Exchange, where the shares of the Company are listed, as well as hosting the said information on the website of the Company.

The Authorised Persons will review and ascertain the materiality of such event or information based on the above guidelines and on after ascertaining the materiality of an event or information, the Authorised Persons shall make appropriate disclosures to the stock exchange.

6. TYPE OF AN EVENT OR INFORMATION

The type of an event or information covered by this policy shall include the information related to the Company's business, operations or performance which has significant effect on the investment decision that the Company is required to disclose by applying guidelines for assessing materiality. Events or information that is to be disclosed without any application of the guidelines for materiality principle are specified in **Annexure A** to this policy. Events or information that is to be disclosed on the basis of the materiality principle are specified in **Annexure B** to this policy. The Company will disclose all material events or information concerning its affairs to the stock exchange within 24 hours of the conclusion of the Meeting or occurrence of an event.

7. AMENDMENT

The Board of Directors of the Company reserves the right to amend or modify this policy in whole or in part, as may be required, from time to time.

Events or information which shall be disclosed without any application of the guidelines for materiality provided in the policy

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/merger/demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the Company or any other restructuring.

Explanation. - 'Acquisition' shall mean, -

- (i) acquiring control, whether directly or indirectly; or,
 - (ii) acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that –
 - (a) the Company holds shares or voting rights aggregating to five 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 and such change exceeds two per cent of the total shareholding or voting rights in the said company.
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. Revision in Rating(s).
 4. Outcome of Meetings of the board of directors: The Company shall disclose to the Exchange(s), within 30 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;
 - i) Decision on voluntary delisting by the Company 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.
 6. Fraud/defaults by promoter or key managerial personnel or by the Company or arrest of key managerial personnel or promoter.

Policy on Determination of Material Events or Information

7. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer , Company Secretary etc.), Auditor and Compliance Officer.
8. Appointment or discontinuation of share transfer agent.
9. Corporate debt restructuring.
10. One time settlement with a bank.
11. Reference to BIFR and 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 Company, in brief.
15. Schedule of Analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors.

Events or information that needs to be disclosed based upon materiality guidelines provided in the policy

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2. Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or 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 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. Litigation(s) / dispute(s) / regulatory action(s) with its impact.
9. Fraud/defaults etc. by directors (other than key managerial personnel) or employees of the Company.
10. Options to purchase securities including any ESOP/ESPS Scheme.
11. Giving significant guarantees or indemnity or becoming a surety for any third party.
12. Granting, withdrawal, surrender, cancellation or suspension of key/material licenses or material regulatory approvals.
13. 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.

Note: The Authorised Persons shall apply quantitative and qualitative criteria for assessing an event / information to be material or not.