



# Alkyl Amines Chemicals Limited

## POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

### REVISION HISTORY

Version	Description	Effective date	Approved on
V.1	Policy for Disclosure of Events or Information to Stock Exchanges	December 1, 2015	November 27, 2015
V.2	Policy for determination of materiality of Events or Information	-	August 7, 2023

## **1. Background and Objective**

Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), which is applicable with effect from December 1, 2015, requires every listed company, whose specified securities are listed on any recognized stock exchange (s) to frame a Policy for determination of materiality of events or information ("Policy"), duly approved by the Board of Directors. The Board of Directors accordingly approved the Policy. This Policy has been updated based on the amendments made to Regulation 30 and Schedule III of the Listing Regulations, by way of the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023 and the SEBI Circular dated July 13, 2023.

The objective of the Policy:

1. To systematically identify, categorize, review and determine materiality of event / information for the purpose of disclosure to Stock Exchanges as required under Listing Regulations.
2. To ensure that the information disclosed by the Company is adequate, accurate, timely and transparent.
3. To provide guidance to the Board of Directors, Key Managerial Persons and other executives and staff working in the Company in making decisions and to assist them in identifying any potential material event or information and reporting the same to the authorized persons, in terms of Regulation 30 (5) of the Listing Regulations.

## **2. Events which are deemed to be material events**

The Company shall disclose all such events which are specified in Para A of Part A of Schedule III of the Listing Regulations (as applicable from time to time) without any application of the guidelines for materiality, as specified in Regulation 30 (2) of Listing Regulations and in accordance with requirements of the SEBI Circular dated July 13, 2023 (as applicable from time to time).

## **3. Events which are dependent on application of guidelines for materiality**

The Company shall disclose all such material events or information pertaining to itself or to its subsidiary (s) / associate, specified in Para B of Part A of Schedule III of the Listing Regulations subject to application of guidelines for materiality, as set out under the Listing Regulations.

Materiality will be determined on a case to case basis depending on the facts and the circumstances pertaining to the event or information.

The following criteria will be applicable for determining materiality of event or information:

- a. The omission of an event or information which is likely to:
  - i. result in a discontinuity or alteration of an event or information already available publicly; or
  - ii. result in significant market reaction if the said omission came to light at a later date; or

- b. The omission of an event or information, whose value or the expected impact in terms of value exceeds the lower of the following:
  - i. two percent of turnover, as per the last audited consolidated financial statements of the Company; or
  - ii. two percent of net worth, except in case of the arithmetic value of the networth is negative, as per the last audited consolidated financial statements of the Company;
  - iii. five percent of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company

Accordingly, any transactions exceeding the lower of i, ii or iii above, with an annual impact in value, will be considered for the above purposes.

- c. In case where the criteria of an event or information does not fall in any of the above two categories, but still in the opinion of the Board of Directors of the Company are considered material.

#### **4. Guidance on timing of occurrence of an Event or Information for onward disclosures:**

As prescribed under Regulation 30 (6) of the Listing Regulations, all events or information which are material as determined under this Policy shall be disclosed to the stock exchange (s), as soon as reasonably possible and in any case not later than:

- a. 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;
- b. twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- c. twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company.

In this regard, the Company shall evaluate the event / information to when it can be said to have occurred, depending upon the stage of discussion, negotiation or approval and in other instances where there is no such discussion, negotiation or approval required viz. in case of natural calamities, disruptions etc., the answer to the above question would depend upon the timing when the Company becomes aware of the event/information.

The events / information can be said to have occurred when the Company becomes aware of the events/information, or as soon as, an officer of the Company (as defined in Companies Act, 2013) becomes aware of the event or comes into possession of the information in the course of the performance of his duties.

#### **5. Authority for determination of Materiality of events / information**

The Chairman & Managing Director and Executive Directors are hereby jointly and severally authorised to determine whether the event / information is material or not and in turn about its time line for disclosure based on the category of information to the stock exchanges, subject to such information being placed prior to or at the immediate Board Meeting held after the said information being made public.

## **6. Authorisation to suo moto confirm, deny or clarify reported event or information**

The Company shall confirm, deny or clarify any reported event or information in the mainstream media, which is not general in nature and indicates that rumours of an impending specific material event or information that are circulating amongst the investing public and also provide the current stage of such event or information. Such disclosure will be as per the timelines prescribed under Listing Regulations as applicable to the Company and amendment made thereon from time to time.

## **7. Disclosure of events / information relating to Subsidiary / Associate**

The Chairman and Managing Director, Executive Directors, Company Secretary and Chief Financial Officer of the company shall, jointly and severally, disclose such events / information about its Subsidiary / Associate which are considered material in nature and whose disclosure is likely to materially affect the share price of the Alkyl Amines Chemicals Limited.

## **8. Website**

As per the provisions of the Listing Regulations, the Policy shall be disclosed on the website of the Company.

## **9. Compliance Officer**

The Compliance Officer for the Purpose of complying with the provisions of Listing Regulations shall be the Company Secretary of the Company.

## **10. Policy Review**

The Board may review and amend this policy from time to time, to comply with any regulatory amendments or statutory modifications. Any subsequent amendment / modification in the Listing Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.

## **11. Board's Approval**

This policy was approved by the Board of Directors on November 27, 2015 and the amendments to the policy were approved by the Board of Directors on August 7, 2023. The Chairman and Managing Director and Executive Directors shall jointly have the authority to change or amend the policy as may be expedient taking into account the law for the time being in force.

## **12. Contact Details**

Any questions or clarifications about the policy or disclosures made by the Company should be referred to the Company Secretary, who is in charge of administering, enforcing and updating this policy.