# POLICY ON DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

***(PURSUANT TO REGULATION 30 OF SECURITIES ANDEXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOURES REQUIREMENTS) REGULATIONS, 2015)***

## I. Legal Framework

The Securities and Exchange Board of India ("SEBI"), vide its Notification dated September 2, 2015, has issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Listing Regulations are effective from December 1, 2015. Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 specifies that every listed entity shall have a policy for determination of materiality of events or information.

## II. Objective

SEBI (LODR) Regulations, 2015 requires every listed entity to disclose events or information which, in the opinion of the Board of Directors of a Company are material.

In this context, the following policy has been framed by the Company with the objective of determination of materiality of events or information.

## III. Definitions

In this policy unless the context otherwise requires,-

A. "**Act**" means the Companies Act, 2013 and rules made thereunder, as amended from time to time.
B. "**Board**" or "**Board of Directors**" shall mean the Board of Directors of Dynamatic Technologies Limited, as may be re-constituted from time to time.
C. "**Company**" means Dynamatic Technologies Limited.
D. "**Financial Year**" shall have the same meaning ascribed to it under the Act.
E. **"Public Disclosure"** means disclosure made to stock exchange or other authorities in compliance with Listing Regulations for the purpose of dissemination.

The words or expressions used but not defined herein, but defined under Companies Act, 2013 or the SEBI Regulations shall have the same meaning assigned therein.

## IV. Persons Responsible for Disclosure

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The Board of Directors of the Company have jointly authorised the Chief Executive Officer, Chief Financial Officer & the Company Secretary (hereinafter referred as Key Managerial Personnel or KMP) of the Company to determine the materiality of an event or information and authorised the Company Secretary to make appropriate disclosures on a timely basis. The KMPs are also empowered to seek appropriate counsel or guidance, as and when necessary, from other internal or external stakeholders as they may deem fit.

**The Board of Directors and KMPs shall have the following powers and responsibilities jointly for determining the material events or information:**

A. To review and assess an event or information that may qualify as 'material' and may require disclosure, on the basis of facts and circumstances prevailing at a given point in time.

B. To determine the appropriate time at which the disclosures are to be made to the stock exchanges based on an assessment of actual time of occurrence of an event or information

C. To disclose developments that are material in nature on a regular basis, till such time the event or information is resolved/closed, with relevant explanations

D. To consider such other events or information that may require disclosure to be made to the stock exchanges which are not explicitly defined in the Listing Regulations and determine the materiality, appropriate time and contents of disclosure for such matters.

E. To disclose all events or information with respect to the subsidiaries which are material for the Company

## V. Criteria For determining Materiality of Events or Information

The following criteria are to be considered for determining materiality of events or 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;

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; and

C. any other event/information which is treated as being material in the opinion of the Board of Directors of the Company.

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## VI. Type of events that needs to be disclosed

A. Events specified in **Annexure A** are deemed to be material events and Company shall make disclosure of such events.

B. Events specified in **Annexure B** shall require disclosure based on application of guidelines for materiality

C. Events specified in **Annexure C** shall require disclosure if the event or information viz major development that is likely to affect business

D. Disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines as specified in **Annexure D**.

## VII. Statutory Framework

1. This policy is framed in terms of the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015.

2. Where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rules, regulations or standard will take precedence over this Policy and procedures until such time this policy is changed to conform to the law, rule, regulation or standard.

## VIII. Review

The Policy is subject to review by the Board or any other Committees of the Board as may be authorised from time to time.

## IX. 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.

Mr. Shivaram V
Chief Legal Officer & Company Secretary
Dynamatic Technologies Limited
JKM Plaza, Dynamatic
Aerotropolies, 55 KIADB
Aerospace Park Devanahalli,
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## Annexure A

**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/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.

Explanation (1):- For the purpose of this sub-para, the word '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 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-para 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

Provide 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.

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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:

A. dividends 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 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;
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 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

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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 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 asdecided by lenders.

**10.** One time settlement with a bank.

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**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);
(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

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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:

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(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.

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## Annexure - B

**Events which shall be disclosed upon application of the guidelines of materiality**

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. Litigation(s) / dispute(s) / regulatory action(s) with impact.

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 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.

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## Annexure - C

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.

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

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**Annexure – D**

**Timeline for disclosure of events specified in Part A of Schedule III of the LODR Regulations**

| Para / sub-para | Events | Timeline for disclosure |
|---|---|---|
| **A.** | **Events which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of regulation (30):** | |
| 1. | Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/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 the associate company of the listed entity or any other restructuring. | Within 12 hours * |
| 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. | Within 12 hours * |
| 3. | New Ratings(s) or Revision in Rating(s). | Within 24 hours |
| 4. | Outcome of Meetings of the board of directors | Timeline as specified in sub- para 4 of Para A of Schedule III. |
| 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. | Within 12 hours * (for agreements where listed entity is a party);<br><br>Within 24 hours (for agreements where listed entity is not a party). |

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| 6. | 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:<br>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<br>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. | Within 12 hours * (for agreements where listed entity is a party);<br><br>Within 24 hours (for agreements where listed entity is not a party). |
| 7. | 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,<br>promoter or director whether occurred within India or abroad. | Within 24 hours<br><br>Within 24 hours (in case of resignation) |
| 7A. | In case of resignation of the auditor of the listed entity, detailed reasons for resignation of auditor, as given by the said auditor. | Timeline as specified in sub- para 7A of Para A of Schedule III. |
| 7B. | Resignation of independent director including reasons for resignation. | Timeline as specified in sub-para 7B of Para A of Schedule III. |
| 7C. | Letter of resignation along with detailed reasons for the resignation as given by the key managerial personnel, senior management, Compliance Officer or director. | Timeline as specified in sub-para 7C of Para A of Schedule III. |
| 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<br>disclosed to the stock exchange(s). | Within 12 hours * |
| 8. | Appointment or discontinuation of share transfer agent. | Within 12 hours * |
| 9. | Resolution plan/ Restructuring in relation to loans/borrowings from banks/financial institutions. | Within 24 hours |

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| 10. | One time settlement with a bank. | Within 24 hours |
| 11. | Winding-up petition filed by any party / creditors. | Within 24 hours |
| 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. | Within 12 hours * |
| 13. | Proceedings of annual and extraordinary general meetings of the listed entity. | Within 12 hours * |
| 14. | Amendments to memorandum and articles of association of listed entity, in brief. | Within 12 hours * |
| 15. | Schedule of analysts or institutional investors meet and presentations made by the listed entity to analysts or institutional investors.<br>Audio or video recordings and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means. | Timeline as specified in sub-para 15 of Para A of Schedule III. |
| 16. | Events in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code. | Within 24 hours |
| 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:<br>(a) The fact of initiation of forensic audit along-with name of entity initiating the audit and reasons for the same, if available;<br>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. | Within 12 hours * (if initiated by the listed entity);<br><br>Within 24 hours (if initiated by external agency). |
| 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. | Within 24 hours |
| 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:<br>(a) search or seizure; or<br>(b) re-opening of accounts under section 130 of the Companies Act, 2013; or<br>(c) investigation under the provisions of Chapter XIV of the Companies Act, 2013; | Within 24 hours |

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| 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:<br>(a) suspension;<br>(b) Imposition of fine or penalty;<br>(c) settlement of proceedings;<br>(d) debarment;<br>(e) disqualification;<br>(f) closure of operations;<br>(g) sanctions imposed;<br>(h) warning or caution; or<br>(i) any other similar action(s) by whatever name called; | Within 24 hours |
| 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. | Within 12 hours * |
| **B.** | Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30) | |
| 1. | Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division | Within 12 hours * |
| 2. | Any of the following events pertaining to the listed entity:<br>(i) arrangements for strategic, technical, manufacturing, or marketing tie-up; or<br>(ii) adoption of new line(s) of business; or closure of operation of any unit, division, or subsidiary (entirety or piecemeal) | Within 12 hours * |
| 3. | Capacity addition or product launch. | Within 12 hours * |
| 4. | Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business. | Within 24 hours |
| 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. | Within 12 hours * (for agreements where listed entity is a party);<br><br>Within 24 hours (for agreements where listed entity is not a party). |

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| 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. | Within 24 hours |
| 7. | Effect(s) arising out of change in the regulatory framework applicable to the listed entity. | Within 24 hours |
| 8. | Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the listed entity. | Within 24 hours |
| 9. | Frauds or defaults by employees of the listed entity which has or may have an impact on the listed entity. | Within 24 hours |
| 10. | Options to purchase securities including any ESOP/ESPS Scheme. | Within 12 hours * |
| 11. | Giving of guarantees or indemnity or becoming a surety, by whatever name called, for any third party. | Within 12 hours * |
| 12. | Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals. | Within 24 hours |
| 13. | Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority. | Within 12 hours * |
| **C.** | 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. | Within 24 hours |
| **D.** | 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. | Timeline as specified by the Board. |

* **Note:**

1. In case the event or information emanates from a decision taken in a meeting of board of directors, the same shall be disclosed within thirty minutes from the closure of such meeting as against the timeline indicated in the table above.
2. The timeline for making disclosure under Regulation 30A of the LODR Regulations is given below: Future agreements (Reg. 30A (1)): the parties to the agreements shall inform the listed entity about the agreement to which such a listed entity is not a party within two working days of entering into the agreement or signing an agreement to enter into such agreements.

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