

**POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES**  
**OF**  
**SIGACHI INDUSTRIES LIMITED**

**1. Legal Framework**

This policy for Determination of Materiality of Events or Information (“the Policy”) is aimed at providing guidelines to the management of **SIGACHI INDUSTRIES LIMITED** (“the Company”), to determine the materiality of events or information, which could affect the investment decisions and to ensure timely and adequate dissemination of information to the Stock Exchanges.

The Policy has been formulated in accordance with the current guidelines laid down under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to disclosure of events and information.

**2. Objective**

The Objective of this policy is to serve as guiding charter to the management to ensure timely and adequate disclosure of events or information are made to the investor community by the Company under the Listing Regulations, to enable them to take well – informed investment decisions with regard to the securities of the Company.

**3. Definitions**

All the words and expressions used in this policy shall have meaning respectively assigned to them under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued there under, as amended from time to time.

**4. Applicability**

Information relating to material events and which is price sensitive in nature, shall be promptly disseminated to the Stock Exchanges. For this purpose, material event means any information which relates to the Company and which, if published is likely to materially affect the price of shares of the Company.

- (1) The Company shall make disclosures of any events or information which, in the opinion of the board of directors of the company, is material.
- (2) Events specified in Para A of Part A of Schedule III are deemed to be material events and The Company shall make disclosure of such events.
- (3) The Company shall make disclosure of events specified in Para B of Part A of Schedule III, based on application of the guidelines for materiality, as specified below.

(4)

- i) The Company 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. 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;
    - ii) two percent of net worth, as per the last audited consolidated financial statements of the Company, except in case the arithmetic value of the net worth is negative;
    - 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;
  - 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 Company, the event or information is considered material:

Provided that any continuing event or information which becomes material pursuant to notification of the amendment regulations shall be disclosed by the Company 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 Company has framed the policy for determination of materiality, based on criteria specified as above, with the approval of the board of directors and is also disclosed on website of the Company.

The policy for determination of materiality shall assist the relevant employees of the Company in identifying any potential material event or information and reporting the same to the authorized Key Managerial Personnel, for determining the materiality of the said event or information and for making the necessary disclosures to the stock exchange(s).

- (5) The board of directors of the Company have authorized Mr. Amit Raj Sinha, Managing Director & CEO and Mr. O. Subbarami Reddy, CFO severally to determine materiality of an event or information and for the purpose of making disclosures to stock exchange(s) and contact details of such personnel are disclosed to the stock exchange(s) and as well as on the Company's website.
- (6) The Company shall first disclose to the stock exchange(s) all events or information which are material as soon as reasonably possible and in any case not later than the following:
  - i) thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken;
  - ii) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;
  - iii) twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity:

Provided that disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines:

Provided further that in case the disclosure is made after the timelines specified under this regulation, the Company shall, along with such disclosure provide the explanation for the delay.

- (7) The Company shall, with respect to disclosures, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.
- (8) The Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s), 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 its website.
- (9) The Company shall disclose all events or information with respect to subsidiaries which are material for the Company.
- (10) The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information:
- (11) The Company may on its own initiative also, confirm or deny any reported event or information to stock exchange(s)

#### **5. Disclosure process:**

Any event, transaction, or information purported to be reportable under Regulation 30 of the Listing Regulations shall be informed to the authorised KMP, on an immediate basis with supporting data / information to facilitate a prompt and appropriate disclosure.

The authorised KMP shall be responsible and authorised for ascertaining the materiality of events considering its nature and its disclosure after taking into consideration the various provisions of the Regulations and this policy.

As decided and directed by the authorised KMP, the Company Secretary or in his/her absence any authorized official of the Company, shall make disclosure to the Stock Exchanges. The Company shall use the electronic facilities provided by the Stock Exchanges for dissemination of the information and may subsequently disclose the same via other media, including the press release, website, etc.

Statutory time frames for disclosure shall be adhered to. Delay, if any, should be sufficiently explained along with the disclosure. Regular updates, where relevant, shall be made with relevant explanations.

#### **6. Conflict with other policies**

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 amended to conform to the said law, rule, regulation or standard.

#### **7. Amendments**

The Board of Directors reserves the right to amend or modify this policy whole or in part, as may be required to comply with any further amendment(s)/Modification(s) in the listing regulations and/or other applicable laws.

## **8. Website of the Company**

This 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 the stock exchange(s) under the Listing Regulations and further that such disclosure shall be made available on the website of the Company for a period of at least five years thereafter.

## **9. Authorization of Key Managerial Personnel**

The Board of Directors has authorized:

Managing Director & CEO and Chief Financial Officer, severally to determine the materiality of events/information and to disclose such information to the stock exchanges.