

RAJASTHAN ANTIBIOTICS LTD

POLICY FOR DETERMINING MATERIALITY OF **EVENTS/INFORMATION FOR** **DISCLOSURE TO STOCK EXCHANGES**





POLICY FOR DETERMINING MATERIALITY OF EVENTS/INFORMATION FOR DISCLOSURE TO STOCK EXCHANGES

1. PREAMBLE

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”), the Company has framed Policy for determining materiality of events/information for disclosure to stock exchanges (the “Policy”). This policy shall help in providing timely and adequate disclosure of all material and price sensitive information to the Stock Exchanges on which securities of the Company is listed.

In case of any inconsistency between the provisions of law and this policy, the provisions of the law shall prevail, and the Company shall abide by the applicable law.

This policy has been approved by the Board of Directors in its meeting held on January 05, 2022.

2. OBJECTIVES

The objectives of this Policy are as follows:

1. To ensure that the Company abide by the disclosure obligations as laid down by the Listing Regulations, various Securities Law, and any other legislations.
2. To ensure that relevant disclosures and public statements are accurate and do not contain any misrepresentation.
3. To maintain the confidentiality of Material & Price sensitive information as required by the Listing Regulations.
4. To provide a framework that supports and fosters confidence of Stock Exchanges and Stakeholders in the quality and integrity of information released by the Company.
5. To ensure uniformity in the Company’s approach to disclosures, raise awareness and reduce the risk of selective disclosures.

3. DEFINITIONS

“**Board**” means Board of Directors of the Company.

“**Company**” means Rajasthan Antibiotics Ltd or “RAL”.

“**Director**” means a director appointed to the Board of the Company.

“**Material Event/s**” means those event/s specified in: (i) Para A of Part A of Schedule III of the Listing Regulations, being deemed material events, which the Company shall compulsorily disclose; (ii) events specified in Para B of Part A of Schedule III of the Listing Regulations, which the Company shall disclose, based on guidelines for materiality as specified in 4 herein; (iii) events specified in Para C of Part A of Schedule III of the Listing Regulations; (iv) events specified in Part B of the Listing Regulations; and (v) any event which may have a material effect on the Company;



“Key Managerial Personnel” or “KMP” means the personnel as defined under Section 2(51) of the Companies Act, 2013, read with the rules and regulations issued thereunder, as amended from time to time;

“Officer” shall have the same meaning as under the Companies Act, 2013, together with rules and regulations issued thereunder, as amended from time to time;

“Ordinary course of business” or “normal course of business” means all activities that are necessary, normal or incidental to the business of the Company and are permitted by objects of the Company. These would also include common practices, historical practices and customs of commercial transactions with a pattern of frequency.

“Policy” means this Policy for Determination of Materiality for Disclosure of Information/Events to the Stock Exchanges;

“SEBI” means the Securities and Exchange Board of India;

“SEBI Circular” means circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015, issued by the SEBI on continuous disclosure requirements for listed entities, as amended or substituted from time to time;

“Securities” shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956, as amended from time to time;

“Stock Exchanges” means stock exchanges on which the Securities of the Company are listed

Unless the context otherwise provides, terms not defined herein and used in this Policy, shall bear the same meaning as prescribed under the Act, the Listing Regulations or any other relevant law.

4. GUIDELINES FOR DETERMINING THE MATERIALITY OF INFORMATION/ EVENTS

The Company shall make disclosures of any events or information which, in the opinion of the board of directors of the listed company, is material. Events specified in Para A of Part A of schedule III are deemed to be material events and company shall make disclosure of such events. The Company shall make disclosures of events specified in Para B of Part A of schedule III, based on application of the guidelines for materiality. The Company shall consider the following criteria for determining materiality of events/information

- a) 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;
- 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.

Event and Information specified in Part A of Schedule III of the Regulations shall be disclosed to the Stock Exchange by the Company as soon as reasonably possible and not later than 24 hours (Twenty four hours) from the occurrence of the event.

In case of the disclosure is made after 24 hours of occurrence of such event or information, the Company shall along with the disclosures provide an explanation for delay of the same.

Provided that disclosure with respect to events / information specified in Sub-para 4 of Para A of Part A of Schedule III shall be made within 30 minutes (Thirty minutes) of the conclusion of the Board Meeting to the Stock Exchange by the Company.

The Company shall with respect to disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

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

The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information. The Company may on its own initiative also confirm or deny any reported event or information to stock exchange(s)

In cases where an event occurs or an information is available with the Company, which has not been indicated in para A or B of Part A of schedule III, but which may have material effect on it, the company is required to make adequate disclosures in regard thereof.

5. DISCLOSURE OF EVENTS OR INFORMATION

- A. Events/information which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation 2 of Regulation 30: All events/information as enumerated in Para A of Part A of Schedule III of the SEBI (LODR) Regulations as may be amended, substituted or modified from time to time.
- 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.
 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 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. Fraud/defaults etc. by directors (other than key managerial personnel) or employees of 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.
- 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.
- D. The Company may make disclosures of event/information as specified by the Board from time to time.

6. AUTHORISATION FOR DISCLOSURES

The Board of Directors has authorised one or more key managerial personnel i.e. Managing Director, Whole Time Director, Chief Financial officer and Company Secretary of the Company for the purpose of determining materiality of event or information and for the purpose of making disclosure to stock exchange(s)

Contact details of the Authorised Person : The Authorised Persons can be contacted on the following mail id: investors@rallife.com

Questions/clarifications about the policy or disclosures made by the Company should be referred to the Company Secretary and compliance officer, who is in charge of administering, enforcing this policy;

Mona Kaushik
Company Secretary and Compliance officer
Rajasthan Antibiotics Ltd
M-134, Connaught Circus, New Delhi-110001
Email: mona@rallife.com

7. WEBSITE

The Company shall host this Policy on its website www.rallife.com. 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.

8. REVIEW / AMENDMENT

The Policy can be amended, abrogated or modified by the Board, from time to time.
