

## **POLICY ON CRITERIA FOR DETERMINING MATERIALITY OF EVENTS**

### **TITLE**

This Policy shall be called as PC Products India Limited – Policy on Disclosure of Material Events/Information.

### **STATUTORY MANDATE**

This Policy is framed, in accordance with the requirement of Clause 30 of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ( "LODR" ) and is in force with effect from 1st December, 2015.

### **POLICY OBJECTIVE AND SCOPE**

To determine the events and information which in the opinion of the Board are Material and needs to be disclosed to the Stock Exchanges as per the time span hitherto defined. The purpose of this policy is to present a high level policy statement for PC Products India Limited regarding disclosure of material events / information in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ( "LODR" ).

The policy is intended to define policy on disclosure of events / information and to provide guidance to the Board of Directors, KMPs and other executives and staff working in the Company in making decisions and undertaking regarding its responsibility about making public such events / information which may materially affect the performance of the company and thereby the share prices of the Company.

The policy is framed for the purpose of systematic identification, categorization, review, disclosure and updation of website the details of information / events which are considered material or not but which may have a bearing on the performance of the Company and which may materially affect the share prices of the company.

### **DEFINITIONS**

**Act** shall mean the Companies Act, 2013 and the Rules framed thereunder, including any modifications, clarifications, circulars or re-enactment thereof.

**Board of Directors** or **Board** means the Board of Directors of PC Products India Limited, as constituted from time to time.

**Key Managerial Personnel** mean key managerial personnel as defined in subsection (51) of section 2 of the Companies Act, 2013;

**Material Event** or **Material Information** shall mean such event or information specified in Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015

**Policy** means Policy on Disclosure of Material Events/Information.

**Regulations** mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

**Audit Committee** or **Committee** means Audit Committee constituted by the Board of Directors of the Company, from time to time under provisions of SEBI LODR, 2015, and/or the Companies Act, 2013.

## **POLICY**

Either based on the recommendation of the Audit Committee of Directors or suo moto the Board of Directors of the Company shall determine the events which are classified under different categories to be material and / or other events having a bearing on the performance of the Company and on the share prices of the Company, which needs to be disclosed to the stock exchanges as per the time span specified in the SEBI (LODR) Regulations, 2015.

### **CRITERIA FOR DISCLOSURE OF EVENTS / INFORMATION**

- i. The omission of an event or information would likely to result in discontinuity or alteration of event or information already available publicly.
- ii. 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;
- iii. In case where the criteria of an event / information does not fall in the first two categories, but still in the opinion of the Board of Directors are considered material.

### **AUTHORITY FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION**

The Key Managerial Personnel (KMPs) consisting of the Chairman and Managing Director / Whole-time Director, Chief Financial Officer and the Company Secretary are hereby jointly and severally authorized 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 as specified above 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.

### **WEBSITE UPDATION / UPDATES TO STOCK EXCHANGES**

The Company shall update all disclosures made under the regulations to the stock exchanges in its website and shall be continued to be hosted in the website for a minimum period of five years and thereafter archived as per the document retention policy of the Company. The Compliance Officer, of the Company, shall give updates to the Board of Directors and to the Stock Exchanges on any material event that may have been first informed to the stock exchanges including further developments, if any, on such events. Such updates shall also be hosted on the website of the Company.

### **DISCLOSURE OF EVENTS / INFORMATION ON SUBSIDIARIES**

The KMPs of the company jointly and severally in consultation with the Board of Directors shall disclose such events / information about its subsidiary which are considered material in nature and whose disclosure is likely to materially affect the share prices of the Company.

### **AUTHORISATION TO KMPs TO SUO MOTO ACCEPT / DENY REPORTED EVENT OR INFORMATION**

The Key Managerial Personnel (KMPs) consisting of the Chairman and Managing Director, Whole-time Directors, Chief Financial Officer and the Company Secretary are hereby jointly and severally authorized to suo moto accept / deny any report event or information, which has been unauthorizedly made public by media or by any other means including but not limited to electronic means. They are further authorized to respond to the rumors amongst the general public, which has no basis or documentation, in a way which best protects the interests of the Company. Such action taken by the KMPs shall however, be brought to the attention of the Board of Directors at its immediately subsequent meeting.

### **REVIEW**

This policy shall be subject to review as may be deemed necessary and to comply with any regulatory amendments or statutory modifications and subject to the necessary approvals of the Board of Directors.

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