



POLICY
ON
DETERMINATION OF MATERIAL
DISCLOSURE OF INFORMATION/EVENTS

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1. **BACKGROUND & LEGAL FRAMEWORK:**

Acrysil Limited (the Company) is committed to being open and transparent with all stakeholders and believes in disseminating information in a fair and timely manner. The Company's securities are listed on the BSE Limited (BSE) (scrip code: 524091), and the Company must comply with the continuous disclosure obligations imposed by the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (Listing Regulations). The Listing Regulations is **effective from December 1, 2015**. Listing Regulations mandate listed entities to formulate a Policy for determining materiality of events or information that warrant disclosure to its stakeholders. It is in this context that the Policy on Determination of Materiality for Disclosure(s) ("Policy") is being framed and implemented. This policy is framed by the Board of Directors (Board) of **(the Company)** pursuant to the provisions of Regulation 16(1)(c) read with Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations").

2. **OBJECTIVE:**

The Objective of the policy is to ensure timely and adequate disclosure of material events under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations").

3. **DEFINITIONS:**

"Board of Directors" or "Board" means the Board of Directors of Acrysil Limited, as constituted/re-constituted from time to time.

"Company" means Acrysil Limited

"Listing Regulations" means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"Policy" or "this Policy" means Policy for Determination of Materiality of Events.

"Stock Exchanges" means the stock exchanges where the Company's shares are listed.

"SEBI" means Securities & Exchange Board of India.

The words, terms and expressions used in this Policy shall have the same meaning as given in Clause 2 of Chapter I of the Listing Regulations.

4. **TYPE OF INFORMATION:**

The Company shall disclose all such material events pertaining to itself or its subsidiary(ies), specified in Para B of Part A of Schedule III of the Listing Regulations subject to application of guidelines for materiality.

GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION:

Quantitative criteria: would be calculated based on audited financial statements of the last audited financial year, and would mean event/ information where the value involved or the impact:

- (a) exceeds ten per cent (10%) of the consolidated gross turnover, or*
- (b) exceeds ten per cent (10%) of the consolidated net worth;*

Whichever is lower

Qualitative criteria: would mean an event/ 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) any other event/information may be treated as being material if in the opinion of the Board of Directors of Company, the event / information is considered material.*

5. **ANY OTHER INFORMATION / EVENT WHICH IS TO BE DISCLOSED BY THE COMPANY :**

The Company shall disclose major developments that are likely to affect business, e.g. emergence of new technologies, 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 Company which may be necessary to enable the holders of securities of the Company to appraise its position and to avoid the establishment of a false market in such securities.

DISCLOSURE OF EVENTS/INFORMATION :-

A) Timing:

The events/information as specified in Part A of Schedule III of the Listing Regulations shall be disclosed to the Stock Exchanges within the timelines prescribed under Clause 30(6) of the said Regulations.

B) Content:

The guiding principles to be considered with respect to the details to be provided to the Stock Exchanges while disclosing events/information given in Part A of Schedule III of the Listing Regulations and their time of occurrence shall be as specified in Annexure I and II of the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 as amended from time to time.

C) Authority:

The following KMPs are hereby severally authorized by Board of Directors for the purpose of determining materiality of an event or information and for the purpose of making disclosures to Stock Exchange(s) (“Authorized Person(s)”):

- a. Managing Director
- b. Chief Financial Officer
- c. Company Secretary

The materiality of events outlined above are indicative in nature. There may be a likelihood of some unforeseen events emerging due to the prevailing business scenario from time to time. Hence, the relevant Authorized Person should exercise his/her own judgment while assessing the materiality of events associated with the Company. In case the relevant Authorized Person perceives any doubt regarding materiality he/she may consult Chairman or any other Director before disclosing the information to the Stock Exchange(s).

Details of above KMPs shall be also disclosed to the Stock Exchange(s) and as well as on Company’s website.

D) Website:

- a) The Company shall disclose this Policy on its website and a web link thereto shall be provided in the Annual Report;
- b) The Company shall disclose on its website all such events/information which have been disclosed to the Stock Exchanges under the Listing Regulations and such disclosures shall be hosted on the website of the Company for a minimum period of five years or such other period as may be specified from time to time;

6. **TIMELINE FOR DISCLOSURE OF MATERIAL EVENTS PRIOR INTIMATIONS:**

With regard to the following events, the prior intimation is required to be given by the Company to the Stock Exchanges:

a) For Financial Results:

At least 5 days advance notice (excluding the date of intimation and date of meeting) before consideration of Financial Results of the company;

b) For Corporate Actions:

At least 2 working days advance notice (excluding the date of intimation and date of meeting) for considering the proposals related to buyback of securities, voluntary delisting, fund raising including determination of issue price;

c) For alteration in the date of payment of interest or nomenclature of the specified securities:

At least 11 working days' advance notice for considering the proposals pertaining to:

(i) Change in nomenclature of any of the securities listed on the Stock Exchange;

(ii) Alteration in the date on which,

- the interest is required to be paid on debentures or bonds;
- the redemption amount is required to be paid on redeemable shares or debentures or bonds.
- **OUTCOMES OF BOARD MEETINGS WITHIN 30 MINS:** In respect of the following events, the disclosure by the Compliance Officer shall be made within 30 minutes of the closure of the meeting of the Board held to consider the following events:
 - a) dividends and/or cash bonuses 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
 - 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, a 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 exchanges.

➤ **DISCLOSURE WITHIN 24 HRS OF THE CONCLUSION OF THE MEETINGS:** The Company will disclose all the material events or information concerning its affairs to the Stock Exchange within 24 hours of the conclusion of the meeting of both, the Board of Directors of the Company and the shareholders of the Company where the said event has been discussed or approved or the Board of Directors/ Members of the Company, as the case may be.

➤ **REPLY TO THE CLARIFICATIONS SOUGHT BY STOCK EXCHANGES:** In respect of the clarification sought by the Stock Exchanges in relation to any events or information disclosed, the Compliance Officer of the Company will furnish reply to the stock exchange within 10 working days.

7. DELAY IN DISCLOSING MATERIAL INFORMATION:

In certain unavoidable circumstances or for maintaining confidentiality for a limited period of time till the transactions gets finalized, the Company might delay in disclosing the material event/information to the stock exchange, in that case the disclosure regarding delay in disclosing the material event/ information along with the reasonable explanation and clarification will be disseminated to the stock exchange by the Compliance Officer of the Company.

8. AMENDMENTS:

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

9. **SCOPE AND LIMITATION:**

In the event of any conflict between the provisions of this Policy and the Act or Listing Regulations or any other statutory enactments or rules, the provisions of Listing Regulations / Act or statutory enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to severed from the Policy and the rest of the Policy shall remain in force

10. **DISSEMINATION OF POLICY:**

This Policy shall be hosted on the website of the Company
