

## **POLICY ON DETERMINING MATERIAL EVENTS OR INFORMATION**

This Policy on determining of Material Events or Information was adopted by the Board of Directors of RRIL Limited (Formerly known as S R K Industries Limited) on March 31, 2021 and shall be applicable with effect from that date.

The Policy is updated based on the amendment under Regulation 30 of the SEBI LODR Regulation, 2015 vide its circular No. SEBI/LAD-NRO/GN/2023/131 dated 14th June, 2023.

### **A. INTRODUCTION**

Equity shares of RRIL Limited (Formerly known as S R K Industries Limited) (the “Company” or “RRIL”) are traded in India on the BSE Limited.

The requirements under Regulation 30 of the Securities and Exchange Board of India Regulations, (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulations), have been considered while drafting this Policy for determining Materiality for Disclosures (the “Policy”)

The Policy is applicable to the Company with effect from December 1, 2015 and the amended Policy is applicable to the Company w.e.f. August 11, 2023.

### **B. OBJECTIVE**

This Policy is framed in accordance with the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The objective of this Policy is to determine materiality of events or information relating to the Company and to ensure that such information is disseminated in accordance with the Regulations to enable investors to be updated with changes relating to the Company to take well-informed investment decisions.

### **C. AUTHORISED PERSONS**

The Company Secretary will be the custodian of the disclosure process.

The Company's Key Managerial Personnel shall have the authority to make determination of materiality and distribution covered by this Policy with respect to the information disclosed about the Company. The Key Managerial Personnel or his / her designee, in each case, pre-approve in consultation with MD and CFO any deviation from the policies and procedures outlined in this Policy.

The Company Secretary will be the single point of contact for the above signatories who are authorized to determine materiality and make distributions covered by this Policy. The contact

details of the Company Secretary are: -Sanjay Vishwakarma, Company Secretary, Email:- [office@rrillimited.com](mailto:office@rrillimited.com) and telephone:- 022-28959644.

#### **D. GUIDELINES FOR DETERMINATION OF MATERIALITY**

- A) Events specified in Schedule III Part A (Para A) of the Listing Regulations as amended from time to time and are deemed to be material events and will be disclosed irrespective of application of any quantitative and qualitative materiality thresholds.
- B) The following guidelines will be applied for determining materiality for events specified in Schedule III Part A (Para B) of the Listing Regulations, as amended from time to time.

Materiality will be determined on a case to case basis depending on specific facts and circumstances relating to the event / information.

- 1) In order to determine whether a particular event / information is material in nature, 'quantitative' criteria will be applied. 'Quantitative' criteria means the total monetary impact of the event / information whose value or the expected impact in terms of value, exceeds the lower of the following:
  - a. 2% of turnover, as per the last audited consolidated financial statements;
  - b. 2% of net worth, as per the last audited consolidated financial statements, except in case the arithmetic value of the net worth is negative;
  - c. 5% of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements.
- 2) In circumstances where 'quantitative' test may not be applicable or cannot be applied, a 'qualitative' or 'subjective' criteria as under will be applied to determine materiality:
  - 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. 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 the Company, the event / information is considered material; or
  - d. any event or information having a significant risk to the reputation of the Company; or
  - e. in the opinion of the Authorized Persons or Board of Directors of the Company, the event / information ought to be disclosed.
- C) In determining materiality, a number of factors such as the nature of the information (both quantitative and qualitative), prevailing market conditions, general business

practices, industry scenario, business outlook, etc. shall also be taken into consideration.

- D) The Company will generally endeavor to disclose material information concerning the business and affairs of the Company promptly, except when required for the purpose of maintaining the confidentiality of the information.
- E) 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 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.

#### **E. GUIDELINES FOR DISCLOSURE OF EVENTS OR INFORMATION**

The Company may make disclosures of event / information as specified by SEBI from time to time.

1) The Company shall first disclose to the stock exchange(s) all events or information which are material in terms of Listing Regulations not later than the following:

- i. 30 minutes from the closure of the meetings of the board of directors in which the decision pertaining to the event or information has been taken;
- ii. 12 hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- iii. 24 hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company:

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 Listing regulation, the Company shall, along with such disclosure provide the explanation for the delay

2) The listed entity shall make disclosures updating material developments on a regular basis, till such time the event is resolved/ closed, with relevant explanations;

3) In case an event or information is required to be disclosed by the Company in terms of Listing Regulation, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the Company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority.

- 4) The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information.
- 5) In case where an event occurs or an information is available with the listed entity, 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 listed entity is required to make adequate disclosures in regard thereof.

#### **F. DISCLOSURE OF THE POLICY**

This Policy will be uploaded on the website of the Company.

#### **G. EVENTS / INFORMATION WITH RESPECT TO SUBSIDIARIES**

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

#### **H. LIMITATION AND AMENDMENT**

In the event of any conflict between the provisions of this Policy and of the Act or Listing Regulations or any other statutory enactments, rules, the provisions of such Act or Listing Regulations or statutory enactments, rules shall prevail over this Policy. Any subsequent amendment/modification in the Listing Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.

**For RRIL Limited**

**Sd/-**  
**Ratanchand D. Jain**  
**Managing Director**

Approving Authority	Board of Directors
Effective Date	December 01, 2015
Revision Effective Date	August 11, 2023