



TRISHAKTI INDUSTRIES LIMITED

POLICY ON DETERMINATION OF MATERIALITY OF EVENTS AND INFORMATION

Effective- January 27, 2025

[As revised and approved by Board of Directors on January 27, 2025]

Trishakti Industries Limited

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POLICY ON DETERMINATION OF MATERIALITY OF EVENTS AND INFORMATION

1. Scope and Purpose

This Policy for Determination of Materiality of events and information (the 'Policy') and for making disclosure to the Stock Exchange is framed in terms of the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time.

The policy applies in respect of disclosure of material events and information to the Stock Exchanges, as set out in the Listing Regulations. The Policy has been revised with effect from 27th January, 2025.

2. Applicability

This Policy shall be applicable on all events in the Company, as and when they come under the criteria enumerated in the Policy. This Policy shall be implemented as per the provisions of the applicable laws. Any amendments in the applicable laws, including any clarification/ circulars of relevant Regulator, shall be read into this Policy such that the Policy shall automatically reflect the contemporaneous applicable laws at the time of its implementation.

3. Types of events to be considered as 'Material'

3.1 An information or an event is considered to be material when it is likely to impact the normal price or value of the securities of the Company. Where the price or value of the securities of the Company in the normal course is likely to be affected on the basis of the disclosure or non-disclosure of an event or information, such event or information is to be regarded as material.

3.2 Events/information to be considered "Material" are divided into following categories:

- a. Events specified in Para A, Part A of Schedule III of the Listing Regulations which are deemed material events, shall be disclosed by the Company without applying any guidelines/criteria;
- b. Events specified in Para B, Part A of Schedule III of the Listing Regulations, the materiality of which has to be determine based on the application of following guidelines for materiality.

Guidelines for determination of 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. the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
- two percent of turnover, as per the last audited consolidated financial statements of the Company;
 - 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;
 - 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;
- ii. In case where the criteria specified in sub-clauses (a), (b) and (c) are not applicable, an event/information may be treated as being material if in the opinion of the Board, the event / information is considered material.

Provided that any continuing event or information which becomes material pursuant to notification of these amendment regulations shall be disclosed by the listed entity 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.]

- d. 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.
- e. Any event which in the view of the Securities and Exchange Board of India is material.
- f. Event which has not been indicated in Part A of Schedule III, but which may have material effect on Company.

1.2 Apart from the above, the Company shall also disclose the following events/information:

- a. updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations;
- b. All events or information with respect to subsidiaries which are material for the Company;

2. Administrative Measures and Disclosure Requirements

2.1 Unless otherwise decided by the Board, the Key Managerial Personnel and/or Director(s) constituted for the purpose of determination of materiality for the time being shall be authorized for the purpose of determining materiality of an event or information, and further the authorized KMPs and the Company Secretary are severally authorized for making disclosures to the stock exchange.

2.2 The KMPs so authorised be guided by previous guidance of SEBI or comparable international

Regulators about materiality, while expressing a view on whether the information is material/ market sensitive or not.

2.3 Events/ information with respect to subsidiaries not covered above which are material for the Company, determined based on their impact on consolidated results which may result in a Significant Market Reaction for the Company, shall also be disclosed to the stock exchanges in accordance with SEBI Regulations.

2.4 The Managing Director of the Company shall identify the Relevant Employees and shall periodically review the list of relevant employees for the purpose of this Policy. The said Relevant employees shall be responsible for keeping a track of potential material events/information that might originate within or outside the Company and report the same to the Authorised KMP(s) and/or Director(s) for the purpose of determining materiality of those information/event.

2.5 The KMPs so authorized shall periodically bring to the attention of the Board of Directors of the Company, all information, events or materials which in its opinion has to be brought to the attention of the Stock Exchanges.

2.6 The Company shall first disclose to the Stock Exchange all events or information which are material in terms of the provisions of Regulations, 2015 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:

Provided that in case the meeting of the board of directors closes after normal trading hours of that day but more than three hours before the beginning of the normal trading hours of the next trading day, the listed entity shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting:

Provided further that in case the meeting of the board of directors is being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of such meeting for the day on which it has been considered.

- ii. twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- iii. twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company;

Provided that if all the relevant information, in respect of claims which are made against the listed entity under any litigation or dispute, other than tax litigation or dispute, in terms of sub-paragraph 8 of paragraph B of Part A of Schedule III, is maintained in the structured digital database of the listed entity in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the stock exchange(s) within seventy-two hours of receipt of the notice by the listed entity:

Provided further 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 listed entity shall, along with such disclosure provide the explanation for the delay.

Explanation: Normal trading hours shall mean time period for which the recognized stock exchanges are open for trading for all investors.

- 2.7** In case of information not emanating from within the Company, the timeline as specified in the aforesaid Annexures shall apply from the time the Authorised KMP became aware or may be reasonably expected to become aware about such event or information.
- 2.8** As regards details to be provided while disclosing events specified in Part A of Schedule III, the Company shall follow the instructions and guidance provided by SEBI from time to time.
- 2.9** Disclosure of events made to the stock exchange(s) pursuant to this Policy, 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.

3. Guidance on when an event/information is deemed to be occurred

- 3.1** The events/information shall be said to have occurred upon approval by the Board, e.g. further issue of capital by rights issuance and in certain events/information after approval of both i.e. Board and shareholders that is to say, after the approval of the shareholders of the Company;
- 3.2** The events/ information that may be of price sensitive nature such as declaration of dividends etc., on receipt of approval of the event by the Board, pending Shareholder's approval;
- 3.3** In the events/information such as natural calamities, disruption, etc. can be said to have occurred when the Company becomes aware of the events/information, or as soon as, an officer of the entity has, or ought to have reasonably come into possession of the information in the course of the performance of his duties.

4. Authority for determination of materiality and disclosure

Authority for determination: following Key Managerial Personnel of the Company for the purpose of determining materiality of an event or information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), 2015:

Name	Designation	Contact Details
Mr. Suresh Jhanwar	Managing Director	s_jhanwar@trishakti.com +91 33 40050473
Mr. Dhruv Jhanwar	Chief Executive Officer	dhruvjhanwar2000@gmail.com +91 33 40050473

Authority for disclosure: In addition to the above, Mr. Pranav Jhanwar, Chief Financial Officer {Email: pranavjhanwar78@gmail.com; +91 33 40050473} and Mrs. Kiran Joshi Das, Company Secretary {Email: kiranjoshidas@trishakti.com; +91 33 40050473}, is severally authorised for the purpose of making disclosures to the Stock Exchange(s) pursuant to the aforesaid Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

5. Interpretation

In any circumstances 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 these policies and procedures until such time as this policy is changed to conform to the law, rule, regulation or standard as may be amended from time to time.

6. Authority to make alterations

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall not be inconsistent with the provisions of the Regulations.

7. Amendment

In the event of any inconsistency between the policy and the Applicable Laws, the Applicable Laws will prevail. Any amendments, clarifications, circulars etc. issued by the relevant authorities, not being consistent with the terms of the policy, shall be deemed to have been incorporated in the Policy.

The policy will be reviewed and modified by the Board as and when deemed necessary.