



ROSSELL INDIA LIMITED

Policy for Determination of Materiality of Events or Information for disclosure to Stock Exchanges

[Pursuant to Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. Preamble

The Securities Exchange Board of India (SEBI), on September 2, 2015, notified the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). Clause (ii) of sub-regulation (4) of Regulation 30 of the Listing Regulations requires every listed Company to frame and adopt a policy to determine the material events or information by applying the Guidelines of Materiality for the purpose of proper, sufficient and timely disclosure of the same to the Stock Exchanges.

Accordingly, the '*Policy for Determination of Materiality of Events or Information for Disclosure to Stock Exchanges*' has been approved and adopted by the Board of Directors of Rossell India Limited ("the Company") on 21st December, 2015.

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023 ("Amendment Regulations") dated 14th June 2023, SEBI has notified several changes to the Listing Regulations with respect to the disclosure of material events. The same has now been incorporated under this revised policy. This Revised Policy was adopted by the Board at its meeting held on 5th February, 2024.

2. Purpose and Applicability

The purpose of this Policy is to ensure disclosure to the Stock Exchanges of any Event or Information, which in the opinion of the Board of Directors is Material based on criteria specified under clause (i) of Sub-Regulation (4) of Regulation 30 of the Listing Regulations.

3. Material Events or Information to be disclosed to the Stock Exchange(s)

- A. All events/information stated in **Para A of Part A of Schedule III** to the Listing Regulations are deemed to be material and shall be disclosed without application of the guidelines for materiality.
- B. Events specified in **Para B of Part A of Schedule III** of the Listing Regulations shall be disclosed upon application of the guidelines for materiality as specified under Regulation 30(4) of the Listing Regulations, given below in clause 4 of this Policy;
- C. **any other Event or Information viz. major development that is likely to affect the Business of the Company which may include but not limited to –**





- i. Emergence of new technologies;
- ii. Expiry of Patents;
- iii. Any change of accounting Policy that may have a significant impact on the Accounts, etc. and brief details thereof;
- iv. Any other information which is exclusively known to the Company and needs disclosure to enable the shareholders to appraise the Company's position and to avoid the establishment of a false market in such securities;
- v. Any other event/information, as specified by the Board from time to time;

4. Criteria/Guidelines for determination of materiality of events/informations:

- a. The omission of an Event or Information is likely:
 - i. to result in discontinuity or alteration of event or information already available publicly; or
 - ii. to result in significant market reaction if the said omission came to light at a later date; or
 - b. The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - i. **two percent of turnover**, as per the last audited consolidated financial statements of the Company;
 - ii. **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;
 - iii. **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;
5. In case where criteria specified in clause 4 above is not applicable to the Company, an event or information may be treated as being material if in the opinion of the Board, the event or information is considered material.

For the purpose the Board has authorized the Committee of Key Managerial Personnel, as constituted for the time being as specified hereunder, to identify the Event or Information, which ought to be disclosed.

6. Time limit for Disclosure to the Stock Exchanges

The Company shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of Regulation 30 of the Listing Regulations, as soon as reasonably possible and in any case not later than the following:

- a. **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 for events specified for the purpose by SEBI or any statutory authority.
- b. **twelve hours** from the occurrence of the event or information, in case the event or information is emanating from within the Company;





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

The disclosures with respect to events for which timelines have been specified in Part A of Schedule III of the Listing Regulations shall be made within such timelines.

7. Others

The Board of Directors have constituted for the purpose of Clause 5 above, the committee of Key Managerial Personnel consisting of the Executive Chairman and Director (Finance) cum Company Secretary pursuant to Regulation 30(5) for the purpose of determining materiality of an event or information and for the purpose of making disclosures to the Stock Exchanges under the Listing Regulations.

All disclosures made to Stock Exchanges under the Listing Regulations shall also be hosted on the website of the Company and retained thereat for a minimum period of five years.

This Policy shall be hosted on the web-site of the Company at www.rossellindia.com . Any change in the Policy shall be approved by the Board of Directors of the Company.

The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding

8. Contact details of Personnel authorized to make disclosure of an event or information under the Policy

Sl. No.	Name and Designation	Contact Details
1.	Mr. H. M. Gupta, Managing Director (Executive Chairman)	E-mail- nirmal.khurana@rossellindia.com Tel : 033-22874794
2.	Mr. N.K. Khurana, Director(Finance) cum Company Secretary	Fax: 033-22875269 Mob: +91 9830026875

