



POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION (THE POLICY) OF ASIA PACK LIMITED

1. OBJECTIVE/ LEGAL FRAMEWORK:

- 1.1 Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Regulations) deal with the disclosure of event and information by the listed Companies.
- 1.2 The Board of Directors of Asia Pack Limited (the “Company”) is obliged to formulate a “Policy for determination of Materiality of Event and Information” to comply with the requirements of regulation 30 of the SEBI Regulations.

2. APPLICABILITY:

The Policy is applicable on Asia Pack Limited and its subsidiaries, if any.

3. DEFINITIONS:

- 2.1 “Act” means the Securities and Exchange Board of India Act, 1992 (15 of 1992);
- 2.2 “Board” means the Securities and Exchange Board of India established under section 3 of the Act;
- 2.3 “Board of directors” or “board of trustees” shall mean the board of directors or board of trustees, whichever applicable, of the listed entity;
- 2.4 “Key managerial personnel” means key managerial personnel as defined in sub-section (51) of section 2 of the Companies Act, 2013;
- 2.5 “Stock exchange” means a recognised stock exchange as defined under clause (f) of section 2 of the Securities Contracts (Regulation) Act, 1956;

All words or expressions contained in this policy shall bear the same meaning as defined in the SEBI regulations, but if not defined in these regulations, but defined in the Act or the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and/or the rules and regulations made thereunder shall have the same meaning as respectively assigned to them in such Acts or rules or regulations or any statutory modification or re-enactment thereto, as the case may be.



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4. POLICY:

4.1. Criteria for determination of Materiality of Events or Information: Materiality has to be determined on a case to case basis depending on specific facts and circumstances relating to the information/event. In order to determine whether a particular event/information is material in nature, the Company shall consider the criteria(s) for materiality guidelines as mentioned below.

- 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;
- c. 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.

4.2. The events / information as specified in Para A of Part A of Schedule III, shall be disclosed without application of materiality guidelines listed in this Policy

4.3. An illustrative list of events / information specified in Para B of Part A of Schedule III, based on application of the guidelines for materiality, shall be disclosed to the stock exchanges.

4.4. 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.

4.5. 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.



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5. DISCLOSURE OF EVENTS:

5.1. Disclosure of events specified in sub-para 4 of Para A of Part A of Schedule III of the SEBI Regulations relating to “Outcome of meetings of the Board of Directors” shall be made within thirty minutes of the closure of the Board Meeting at which such events were considered or discussed. The intimation of outcome of meeting of the Board of Director shall also contain the time of commencement and conclusion of the Meeting.

5.1.1. All other events as specified in Part A of Schedule III of the SEBI Regulations shall be disclosed as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information or any extension provided by Board. The Company shall explain to the Stock Exchanges any delay in such disclosure beyond twenty four hours of the occurrence of the event or information.

5.1.2. The disclosure of events/information of price sensitive nature (such as decision on declaration of dividend) shall be made on receipt of approval of the event by the Board of Directors pending the shareholder’s approval.

6. PROVISIONS WITH REGARD TO DISCLOSURE OF EVENT OR INFORMATION

6.1 The policy shall be disclosed on the Company’s website.

6.2 The Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company are severally authorized for the purpose of determining Materiality of an Event or Information for the purpose of making disclosures to Stock Exchange(s) under this policy, the contact details of whom are also available on the website of the Company.

6.3 The Company shall, with respect to disclosures referred to in this Policy, make disclosures updating material development on a regular basis to the stock exchange(s), till such time the event is resolved/ closed, with relevant explanation(s).

6.4 All disclosures made to stock exchange(s) under the Policy shall also be hosted on the website of the Company for a minimum period of 5 (Five) years and thereafter as per the archival policy of the Company as disclosed on the website of the Company.

6.5 The Company shall also disclose the event or information with respect to subsidiaries, as specified under Annexure 1 & 3 and which qualifies any of the criteria specified under



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regulation 4.2(c), to the Stock Exchange(s) within 24 hours of the occurrence of such event/information:

6.6 All Key Managerial Personal are severally authorized to provide specific and adequate reply to all queries may be raised by the Stock Exchange(s) with respect to any event/information and may make disclosures of event/information as specified by the Board from time to time, without prejudice to the generality of Clause 4 of this Policy.

6.7 Any disclosure made to the overseas stock exchange where the securities of the Company are listed shall also be disclosed to the stock exchange(s) in India where the securities of the Company are listed.

7. POLICY REVIEW:

This Policy shall be subject to review and amendment by the Board as may be deemed necessary and in accordance with any regulatory amendments.

8. DISCLAIMER:

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, rules shall prevail over this Policy. Any subsequent amendment in the Listing Regulations, Act, and/or applicable laws in this regard shall automatically apply to this Policy.