

(Revised)

Jocil Limited
(A Subsidiary of The Andhra Sugars Limited)
DOKIPARRU, GUNTUR-522 438, AP.

Policy for Determination of Materiality of an Event for Disclosure to Stock Exchange(s)

1. OBJECTIVE:

- a) To comply with Regulation 30(4) of SEBI (Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015 (hereinafter referred to as the Regulations), SEBI (LODR) (Second amendment) Regulations, 2023 and further amendments that may be made there to from time to time.
- b) To frame a criteria for determination of materiality of an event or information for making disclosure to Stock Exchanges.

2. DISCLOSURE POLICY:

- a) The Company shall make disclosure of any event of information which in the opinion of the Board of Directors is material.
- b) Events specified in Para A of Part A of schedule III of the Regulations are deemed to be material events and the company shall make disclosure of such events without any application of the guidelines of materiality. Such events in brief are given below.
 - i) Acquisitions, amalgamation, merger, demerger, restructuring or sale or disposal of any unit or division.
 - ii) Issuance or forfeiture of securities, split or consolidation of shares, buy back of shares etc.
 - iii) New Rating(s) or Revision in rating(s).
 - iv) Outcome of Board of Directors meetings relating to dividend, financial results etc.
 - v) Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the company among themselves or with the Company.
 - vi) Fraud or defaults by the Company, Promoter, Director , key managerial personnel, senior management.
 - vii) Change in director, key managerial personnel, Senior management
 - viii) Appointment or discontinuation of share transfer agent.
 - ix) Corporate debt restructuring.

- x) Onetime settlement with a bank.
 - xi) Winding up Petition filed by any Party / Creditors.
 - xii) Issuance of notices, call letters, circulars to shareholders.
 - xiii) Proceedings of Annual or Extra- ordinary General Meetings.
 - xiv) Amendment to Memorandum and Articles of Association.
 - xv) Schedule of Analyst or Institutional Investor Meets.
 - xvi) Events in relation to the Corporate Insolvency Resolution Process (CRIP).
 - xvii) Initiation of forensic audit.
 - xviii) Announcement or Communication through Social Media intermediaries or Main stream media by Directors, Promoters, Key Managerial Personnel or Senior management of the Company.
 - xix) Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the Company, its Directors, key managerial personnel, Senior management, promoter in relation to the Company in relation to search or seizure or reopening accounts, investigation suspension, imposition of fine or penalty, debarment, etc.
- c) Events specified in Para B of Part-A of schedule III of the Regulations shall be disclosed to the Stock Exchange upon application of the criteria for materially. Such events in briefly are given below:
- i) Commencement of commercial operation of any unit /division.
 - ii) Adoption of new lines of business or closure of operations, arrangements for strategic or manufacturing tie up
 - iii) Capacity addition or product launch.
 - iv) Contracts not in normal course of business.
 - v) Agreements which are binding the Company and not in normal course of business.
 - vi) Disruption of operations.
 - vii) Effects arising out of change in the regulatory frame work.
 - viii) Pendency of any Litigations / disputes or the outcome thereof which may have an impact on the Company.
 - ix) Fraud / defaults etc., by employees of the Company which has or may have an impact on the Company.
 - x) Options to purchase securities.
 - xi) Giving of guarantee or indemnity or becoming a surety for any third party.
 - xii) Surrender or cancellation or suspension of licenses or regulatory approvals.
 - xiii) Delay or Default in the payments of fines, penalties, duties, etc.to any regulatory, statutory enforcement or judicial authority.

3. CRITERIA FOR MATERIALITY:

The criteria for determination of materiality of events / information are as given 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; 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:
 - 1) two percent of turnover, as per the last audited financial statements of the Company.
 - 2) two percent of net worth, as per the last audited financial statements of the Company, except in case the arithmetic value of the net worth is negative.
 - 3) five percent of the average of absolute value of profit or loss after tax, as per the last three audited financial statements of the Company.
- d). In case, where the criteria specified in sub- clauses a), b), c) is not applicable an event or information may be treated as being material if in the opinion of the Board of Director of the Company, the event or information is considered material.

4. DECISION ON MATERIALITY:

The Board of Directors of the Company authorized Shri J. Murali Mohan, Managing Director for the purpose of determining materiality of an event / information to make disclosures of stock Exchange(s) under the Regulations.

Also, the relevant employees of the Company may identify any potential material events or Information based on the criteria for materiality as specified in the policy and report the same to Shri J. Murali Mohan, Managing Director for determining the materiality of the said event or Information and for making the necessary disclosures to the stock exchange(s)

5. METHOD OF DISCLOSURES:

1. The company shall first disclose to the Stock Exchange(s) all events or information which are material in terms of the provisions of this policy 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;
- 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.

However, disclosure with respect to events for which timelines have been specified in part A of schedule III to Regulations shall be made within such time lines; In case the disclosure is made after the timelines specified above, the Company shall along with such disclosure provide the explanation for the delay.

- 2. The Company shall with respect to disclosures referred to in this policy, make disclosures updating material developments on a regular basis till such time the event is resolved / closed, with relevant explanations.
- 3. The Company shall disclose on its website all such events or information which has been disclosed to Stock Exchange(s) under this policy and such disclosures shall be hosted on the website of the Company for a minimum period of five years and there after as per the archival policy of the Company.
- 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. The Company may on its own initiative also, confirm or deny any reported event or information to Stock Exchange(s). If Company confirms the reported event or information, it shall also provide the current stage of such event or information.
- 6. In case, where an event occurs or an information is available with the Company, which has not been indicated in Para A or B of part A of schedule III to Regulations, but which may have material effect on it, the Company is required to make adequate disclosures in regard thereof.
- 7. In case, an event or information is required to be disclosed by the Company in terms of the provisions of this Policy, pursuant to the receipt of a communication from an 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.

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