

### **1. Introduction:**

The Board of Directors (the “Board”) of Sintercom India Limited (the “Company”) has adopted this policy for determination of materiality of information or event for facilitating prompt disclosure of material price sensitive information to the stock exchange(s) (the “Policy”).

The Company is committed to being open and transparent with all stakeholders and in disseminating information in a fair and timely manner. The Company’s securities are listed on National Stock Exchange of India Limited (NSE) and must comply with the continuous disclosure obligations imposed by the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (“SEBI Listing Regulations”/ “LODR Regulation”). Listing Regulations mandate listed entities to formulate a Policy for determining materiality of events or information that warrant disclosure to investors. It is in this context that the Policy on Determination of Materiality for Disclosures (“Policy”) is being framed and implemented.

The Policy shall be read together with Sintercom’s Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information formulated under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

*This Policy has been updated based on the amendments made to Regulation 30 and Schedule III of the LODR Regulations, by way of the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023 (“LODR Amendments”) and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023 (“SEBI Disclosure Circular”).*

### **2. Objective of Policy:**

The objectives of this Policy are as follows:

- a. To ensure that the Company complies with the disclosure obligations to which it is subject as a publicly-traded company as laid down by the SEBI Listing Regulations, various Securities Laws and any other legislations, as applicable;
- b. To ensure that the information disclosed by the Company is adequate, accurate, timely and transparent;
- c. To ensure that corporate documents and public statements are accurate and do not contain any misrepresentation;
- d. To protect the confidentiality of material/price sensitive information within the context of the Company’s disclosure obligations;
- e. To provide a framework that supports and fosters confidence in the quality and integrity of information released by the Company;
- f. To ensure uniformity in the Company’s approach to disclosures, raise awareness and reduce the risk of selective disclosures.

### **3. Type of Information:**

The information covered by this Policy shall include “information related to the Company’s business, operations, or performance which has a significant effect on securities investment decisions” (hereinafter referred to as “material information”) that the Company is required to disclose in a timely and appropriate manner by applying the guidelines for assessing materiality.

#### **Events which are Deemed to be Material Events:**

Events or information specified in Para A of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations will be disclosed without any application of the guidelines for materiality.

**Events which are dependent on application of guidelines for Materiality**

Events or information specified in Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations will be disclosed based on application of materiality criteria, as set out under the LODR Regulations.

**4. Guidelines for Determining Materiality of Events or Information:**

The following factors shall be considered for determining materiality of any event/information:

**Quantitative criteria** would be calculated based on audited standalone/consolidated financial statements and would mean the omission of an event/ information whose value involved or the expected impact in terms of value, exceeds the lower of the following:

- a) 2% (two per cent) of consolidated turnover, as per the last audited consolidated financial statements of the Company; or
- b) 2% (two per cent) of consolidated 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)); or
- c) 5% (five percent) of average of absolute value of consolidated profit or loss after tax for last 3 years, as per the last 3 (three) audited consolidated financial statements of the Company.

In terms of the SEBI Disclosure Circular, if the average of absolute value of profit or loss is required to be considered by disregarding the 'sign' (positive or negative) that denotes such value as the said value / figure is required only for determining the threshold for 'materiality' of the event and not for any commercial consideration.

The details to be provided to the Stock Exchanges while disclosing Para B Events shall be in compliance with the requirements of the SEBI Disclosure Circular.

For the avoidance of doubt, it is clarified that if the objective materiality threshold is not met, an event or information may be treated as being material if in the opinion of the Board of the Company, the event or information is considered material.

**Qualitative criteria** would mean an event/ information:

- The omission of an event/ information which might result in discontinuity or alteration of information which is already in public domain; or
- The omission of event/ information which might result in significant market reaction, if the said omission come to light at a later date; or
- any other event/information may be treated as being material if in the opinion of the Board of directors of Company, the event / information is considered material.

**5. Disclosure of events/ information:**

All events/information identified as material in line with the regulation and under this Policy shall be disclosed as soon as reasonably possible and in any case not later than the following:

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- i) For all material events/ information for which decision is taken in a Board meeting within 30 (thirty) minutes from the closure of the board meeting;
- ii) For all material events/ information emanating from within the Company within 12 (twelve) hours from the occurrence of the event or information;
- iii) For all material events/ information relating to the Company but emanating from outside the Company within 24 (twenty four) hours from the occurrence of the event or information.

In case the disclosure is made after the stipulated timeline, the Company shall provide an explanation for the delay along with the disclosure.

The Company shall disclose all further material developments with respect to the disclosures referred to in this Policy on a regular basis, till the event is resolved / closed, with relevant explanations.

### Disclosure on Company's website:

All the events/information disclosed to the stock exchange(s) shall be uploaded on the Company's website for a minimum period of 5 years and thereafter as per archival policy (refer Company's Policy for Archival of Documents).

### **6. Authority:**

Authorize Key Managerial Personnel (KMP) for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange

A Disclosure Committee comprising of the following KMPs and officers of the Company are hereby authorized for the purpose of determining materiality of an event or information, evaluating whether an event/ information requires Stock Exchange disclosures, and for the purpose of making disclosures to the Stock Exchanges within the applicable timelines ("Authorized Person(s)"):

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Email ID</b>	<b>Contact Number</b>
1	Mr. Jignesh Raval	Managing Director	investor@sintercom.co.in	+91 20 4852 2679
2	Mr. Pankaj Bhatawadekar	Chief Financial Officer	investor@sintercom.co.in	+91 20 4852 2679
3	Ms. Anuja Joshi	Company Secretary & Compliance Officer	investor@sintercom.co.in	+91 20 4852 2679

The materiality of events/ information outlined above are indicative in nature. There may be a likelihood of some unforeseen events emerging due to the prevailing business scenario from time to time. Hence, the relevant Authorized Person(s) should exercise his/her own independent judgement while assessing the materiality of events associated with the Company. The Disclosure Committee may also, as a collective, consult the Chairman or any other Director of the

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Company while assessing the materiality of an event or information, and for evaluating whether the event/ information requires a Stock Exchange Disclosure.

Details of the above referred KMPs and officers shall be also disclosed to the Stock Exchange(s) and as well as on the Company's website.

### **7. Review and Amendment:**

The Policy shall be reviewed as and when required to ensure that it meets the objectives of the Statutory Provisions and remains effective.

This Policy shall be reviewed periodically and may be amended by the Board of Director of the Company, as may be deemed necessary.

This policy is amended on 10<sup>th</sup> August, 2023.

### **8. Interpretation:**

In case of any conflict between the provisions of this Policy and of Statutory Provisions, the Statutory Provisions shall prevail over this Policy. Any subsequent amendment/ modification in the Statutory Provisions shall automatically apply to this Policy.

In case of any clarification required with respect to this Policy, kindly contact the Company Secretary of the Company.

This Policy shall be disclosed on the website of the Company [www.sintercom.co.in](http://www.sintercom.co.in)

**For and behalf of  
Sintercom India Limited**

**Authorized Signatory**