



# **POLICY FOR DETERMINATION OF MATERIALITY OF INFORMATION OR EVENT OF**

## **AGRIBIO SPIRITS LIMITED**

**(FORMERLY KNOWN AS BEEKAY NIRYAT LIMITED)**

**{Pursuant to SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015}**



**AGRIBIO SPIRITS**

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## AGRIBIO SPIRITS

**AGRIBIO SPIRITS LIMITED (“Company”)** believes in adequate and accurate disclosures of Information on an ongoing basis, in order to enable investors to make well-informed and timely investment decisions. This would ensure transparency and fairness in dealing with all stakeholders and in ensuring adherence to all laws and regulations.

### 1. PURPOSE OF THE POLICY

The purpose of this policy is to determine the materiality of events and information based on criteria specified under clause (i) of sub-regulation (4) of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Obligations”) and to ensure that the Company shall make disclosure of events/information specified in Para A and B of Part A of Schedule III of the Listing Regulations to the Stock Exchanges.

### 2. DEFINATIONS

In these regulations, unless the context otherwise requires: -

- a) “**Board of Directors**” means the board of Directors, of Agribio Spirits Limited as constituted from time to time;
- b) “**Company**” means “Agribio Spirits Limited” inclusive of its registered office.
- c) “**Key Managerial Personnel**” means key managerial personnel as defined in sub section (51) of section 2 of the Companies Act, 2013;
- d) “**Policy**” shall mean this policy on the criteria for determining the Materiality of events or information and as amended from time to time;
- e) “**Regulations**” shall mean Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 including any modifications, clarifications, circulars or re- enactment thereof.
- f) “**Schedule**” means a schedule annexed to these Regulations.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, Regulations or any other applicable law or Regulations to the extent applicable to the Company.

### \*POLICY

### 3. CRITERIA FOR DETERMINATION OF MATERIALITY

- a) The events specified in **PARA a of PART a of SCHEDULE III** are deemed to be material events and (refer to **ANNEXURE-1**) shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of Regulation (30).



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- b) The events specified in **PARA B of PART A of SCHEDULE III** (refer to *ANNEXURE-2*) shall be disclosed based on the application of the guidelines for materiality referred to sub-regulation (4) of the Regulation (30).

Pursuant to which, the following criteria should be considered for determination of materiality of event/information:

- I. The omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly;
- II. 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;
- III. In case 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 Company, the event /information is considered material.

#### 4. DISCLOSURES

a. The Company shall timely disclose the occurrence of all events and information as specified herein to the Stock Exchange not later than twenty-four hours from the occurrence of event or information in the following manner:

- i. Inform the stock exchanges on which the securities of the Company are listed;
- ii. Upload on the corporate website of the Company.

Provided that in case the disclosure is made after twenty-four (24) hours of occurrence of such event or information, the Company shall along with such disclosure(s) provide an explanation for the delay.

b. The Company shall, with respect to disclosures referred to in the regulation, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations;

c. The Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under the regulation, and such disclosure 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, as disclosed on its website;

d. The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information;

e. The Company will on its own initiative also, confirm or deny any reported event or information to stock exchange(s), 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, but which may have material effect on it.

f. The Company may on its own initiative also, confirm or deny any reported event or information to stock exchange(s).

g. The Company shall disclose all events or information with respect to subsidiaries which are material for the listed entity.

## **5. AUTHORISATION**

Authorization to one or more key managerial personnel for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) as well as on the company's website under the listing regulation is required.

## **6. COMMUNICATION OF THIS POLICY**

All new Employees and Directors shall be handed over a copy of this Policy as a part of the joining documentation, along with other policies. For all existing Employees and Directors, a copy of this Policy shall be handed over within one month of the adoption of this Policy by the Board of Directors of the Company. This Policy shall also be posted on the website of the Company.

## **7. AMENDMENTS**

- A.** The Board of Directors are authorized to make modifications/amendments to this policy in consonance to the provisions of Listing Regulation and any amendment thereto and the decision of the board in this respect shall be final and binding.
- B.** Any subsequent amendment/modification in the Regulation and/or other applicable laws in this regard shall automatically apply to this policy.

This policy shall be reviewed by the Nomination and Remuneration committee as and when any changes are to be incorporated in the policy due to changes in regulations or as may be felt appropriate by the Company. Any Changes or modifications on the policy as recommended by the Committee would be given for approval of the Board of Directors.

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