

# SPL INDUSTRIES LIMITED

CIN: L74899DL1991PLC062744

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## 1. Objective of the Policy:

Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that the listed entity shall promptly inform to the stock exchanges of all events which are material, all information which is price sensitive and/or have bearing on performance/operation of the listed entity.

The objective of the Policy is to ensure timely and adequate disclosure of material events and price sensitive information under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by SPL Industries Limited.

## 2. Definitions:

**“Board of Directors”** or **“Board”** means the Board of Directors of SPL Industries Limited, as constituted from time to time.

**“Company”** means SPL Industries Limited.

**“Material Events”** or **“Material Information”** means any event / information which relates to the Company and which, if published is likely to materially affect the price of shares of the Company.

**“Policy”** means this Policy on criteria for determining Materiality of events or information and as may be amended from time to time.

**“Regulations”** mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

**“Schedule”** means Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**“Key Managerial Personnel”** means Key Managerial Personnel or KMP as defined in sub-section (51) of section 2 of the Companies Act, 2013.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Regulations’) or any other applicable law or regulation to the extent applicable to the Company.

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## **3. Key Principles in Determining Materiality**

The Regulations, 2015 divide the events that need to be disclosed broadly in four categories viz.

- A. Events which shall be disclosed without any application of test of Materiality are indicated in Para A of Part A of Schedule III.
- B. Events which shall be disclosed upon application of guidelines for Materiality are indicated in Para B of Part A of Schedule III.
- C. Any other information / event viz. major development that is likely to affect the business.
- D. Any other information / event which has not been indicated in above A, B and C, which may have material effect on it.

## **4. Authorisation for disclosures:**

The Board of Directors of the Company shall authorize from time-to-time, one or more Key Managerial Personnel (KMP) for the purpose of determining materiality of an event or information and for the purpose of making disclosures to Stock Exchanges under this Policy and the contact details of such personnel shall also be disclosed to the Stock Exchanges and on the Company's website.

## **5. Criteria for determining materiality of events / information**

The above Authorised Officials shall frame their opinion on a case to case basis, based on specific facts and circumstances relating to materiality of the information / event and while doing so, it may consider, among other factors, the following factors :shall consider the following criteria for determination of materiality of events / information;

- 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 later date.
- c) In case where the criteria specified above in (a) and (b) are not applicable, an event / information may be treated as being material if in the opinion of the board of directors , the event / information is considered material.

## **6. Disclosures of Events and Information**

Event and Information specified in Part A of Schedule III shall be disclosed to the Stock Exchange by the Company as soon as reasonably possible and not later than 24 hours (Twenty four hours) from the occurrence of the event.

In case of the disclosure is made after 24 hours of occurrence of such event or information, the Company shall along with the disclosures provide an explanation for delay of the same.

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Provided that disclosure with respect to events / information specified in Sub-para 4 of Para A of Part A of Schedule III shall be made within 30 minutes (Thirty minutes) of the conclusion of the Board Meeting to the Stock Exchange by the Company.

## **7. Disclosure on website of the Company**

This Policy shall be disclosed on the website of the Company [www.spllimited.com](http://www.spllimited.com)

The Company shall also disclose on its website all such events or information which has been disclosed to stock exchanges under this Policy, and such disclosures shall be hosted on the website of the Company for a period of five years.

## **8. Scope and Limitation**

In the event of any conflict between the provisions of this Policy and the Regulations or any other statutory enactments, the statutory enactments and Regulations shall prevail over this Policy.

## **9. Amendments and updates**

The Board of Directors may amend this Policy from time to time as may be required to comply with the applicable laws and Regulations.

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