



**POLICY FOR
DETERMINING
MATERIALITY FOR
DISCLOSURES**

*Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy,
B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.*

Email Id: info@a1acid.com Website: www.a1acid.com CIN: L24119GJ2004PLC044011

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

TABLE OF CONTENTS

Sr. No.	Topic	Page No.
1.	Objective	3
2.	Disclosure of Events or Information	3-4
3.	Authority for determination of materiality of events/ information	4
4.	Criteria for determination of materiality of events/ information	4-5
5.	Authorization to Suo Moto accept/deny reported events or Information	5
6	Disclosure	5
7.	Annexure I	6
8.	Annexure II	7-8
9.	Annexure III	8

This document is copyright protected in content, presentation, and intellectual origin, except where noted otherwise. You may not modify, remove, augment, add to, publish, transmit, participate in the transfer or sale of, create derivative works from, or in any way exploit any of the elements of this document, in whole or in part without prior written permission from A-1 Acid Limited.

Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy, B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.

Email Id: info@a1acid.com **Website:** www.a1acid.com **CIN:** L24119GJ2004PLC044011

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

[Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Board of Directors (the “Board”) of A-1 ACID LIMITED (the “Company”) has adopted the policy and procedures, with regard to “Disclosure of Material Events or Information and Disclosure & Determination of Materiality of Events or Information” which are required to be disclosed to the Stock Exchanges in terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”).

This Policy has been formulated in accordance with Clause (ii) of sub-regulation (4) of Regulation 30 of the Listing Regulations.

1. Objective:

This Policy has been formulated with objective to follow the following principles;

a. Timeliness:

Disclosure of material information as soon as reasonably possible and but not later than 24 hours from the occurrence of event or information or such other item as may be prescribed by SEBI in the Listing Regulations from time to time.

Provided that the guidance on when an event/information has occurred given by SEBI is given in **Annexure I**.

b. Transparency:

Disclosure of material information with sufficient details that maintain investor’s confidence.

c. Fairness:

Ensure wide dissemination of material information and avoiding the selective disclosure.

d. Confidentiality:

Maintaining the confidentiality of price sensitive information having regard to the disclosure obligations and prohibiting the misuse of unpublished price sensitive information.

e. Need to know basis:

Ensure that all the price sensitive information is made available only on a need to know basis and provide guidance to the persons on the means to handle such information.

2. Disclosure of Events or Information:

a. Disclosure of Material Events or Information:

The Company shall make Disclosure, first to the Stock Exchange, of material information, as provided in **Annexure II**, as soon as reasonably possible and but not later than 24 hours from the occurrence of event or information.

Provided that in case the disclosure is made after 24 hours of occurrence of Material Events or Information, the Company shall, along with such disclosure, provide explanation for delay;

*Provided further that disclosure with respect to events specified in **Annexure II(4)** shall be made within thirty minutes of the conclusion of the Board Meeting.*

b. Disclosure of Other Events:

Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy, B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.

Email Id: info@a1acid.com **Website:** www.a1acid.com **CIN:** L24119GJ2004PLC044011

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

The Company shall make Disclosure, first to the Stock Exchange, of Other Events, as provided in Annexure III and which is material, based on the application of criteria for determining materiality of events or information, as provided in point No. 6 of this policy.

3. Authority for determination of materiality of events / information:

The Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company are jointly and/or severally authorized by the Board of Directors of the Company to determine the materiality of an event or information, as provided in **Annexure III**, based on the application of criteria for determining materiality of events or information, as provided in Point No. 6 of this policy and to make disclosures to Stock Exchange(s) under the Listing Regulations, subject to such information being placed prior to or at the immediate Board Meeting held after the said information being made public.

Further, the Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company are jointly and/or severally authorized to make disclosure of events or information available with the Company and which has not been provided in the **Annexure II** or **Annexure III**, but which may have material effect on the Company.

The Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company shall be guided by the following principles while approving the disclosures.

- a) They should be reasonably satisfied that the disclosures did not contain any misrepresentation and is not misleading or untrue.
- b) If any part of the disclosure includes quotes from a report statement or opinion made by an expert.
- c) They should ensure that written consent of the expert to the use of the report statement or opinion in the disclosure has been obtained.
- d) If the Managing Director and/or Company Secretary and/or Chief Financial Officer of the company are of the opinion that an issue of an announcement is unduly detrimental to the company's interest, they may determine the period for which the confidentiality shall be maintained and shall issue directions regarding the following:
 - i. To ensure that all the connected persons who are aware of the information know that it is confidential and they are obligated to keep the material facts confidential.
 - ii. To ensure that there is no selective disclosure of confidential material information to third parties.
 - iii. To ensure that no one with the knowledge of material information has traded in the securities of the Company and in the securities of other company affected by material information and causing connected person to refrain from the trading in the securities till the information is made public.

4. Criteria for determination of Materiality of Events/Information:

The Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company shall consider the following criteria for determination of Materiality of Events/information for the purpose of Point 4(b) of this policy.

- 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.

Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy, B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.

Email Id: info@a1acid.com *Website:* www.a1acid.com *CIN:* L24119GJ2004PLC044011

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

c. In case where the criteria specified in (i) and (ii) 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.

5. Authorization to Suo Moto accept / deny reported events or information:

The Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company are jointly and/or severally authorized to suo moto accept or deny any report event or information, which has been unauthorized made public by media or by any other means including but not limited to electronic means.

They are further authorized to respond to the rumours amongst the general public, which has no basis or documentation, in a way which best protects the interests of the Company.

Such action taken by the Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company shall however, be brought to the attention of the Board of Directors at its immediately subsequent meeting.

6. Disclosure:

The Company shall disclose on its website all such events or information which has been disclosed to Stock Exchange(s) under the Listing Regulations and such disclosures shall be hosted on the website of the Company for a minimum period of 5 (five) years and thereafter archived as per the Policy for Preservation of Documents (including Archival Policy) of the Company.

Also disclose 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 listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.

The Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company of the Company, with respect to the disclosure of any material event / information already made to the Stock Exchange(s), shall make disclosures updating material developments on a regular basis till such time the event is resolved / closed, with relevant explanations to the Board of Directors and to the Stock Exchange(s). Such updates shall also be hosted on the website of the Company.

The Managing Director and/or Company Secretary and/or Chief Financial Officer of the Company shall provide specific and adequate reply to all the queries raised by the Stock Exchange(s) with respect to any event or information.

Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy, B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.

Email Id: info@a1acid.com Website: www.a1acid.com CIN: L24119GJ2004PLC044011

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

Annexure I

Guidance on when an event/information has occurred

1. The Company may be confronted with the question as to when an event/information can be said to have occurred.
2. In certain instances, the answer to above question would depend upon the stage of discussion, negotiation or approval and in other instances where there is no such discussion, negotiation or approval required viz. in case of natural calamities, disruptions etc, the answer to the above question would depend upon the timing when the Company became aware of the event/information.
 - A. In case of discussion, negotiation or approval, the events/information can be said to have occurred upon receipt of approval of Board of Directors e.g. further issue of capital by rights issuance and in certain events/information after receipt of approval of both i.e. Board of Directors and Shareholders.

However, considering the price sensitivity involved, for certain events e.g. decision on declaration of dividends etc., disclosure shall be made on receipt of approval of the event by the Board of Directors, pending Shareholder's approval.
 - B. In case there is no such discussion, negotiation or approval required, the events/information can be said to have occurred when a Company becomes aware of the events/information, or as soon as, an officer of the entity has, or ought to have reasonably come into possession of the information in the course of the performance of his duties.

Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy, B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.

Email Id: info@a1acid.com Website: www.a1acid.com CIN: L24119GJ2004PLC044011

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

ANNEXURE II

Events which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of Regulation (30)

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.

Explanation- For the purpose of this sub-para, the word 'acquisition' shall mean,-

- (i) acquiring control, whether directly or indirectly; or,
- (ii) acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that—
 - (a) the listed entity holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;
 - (b) There has been a change in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.
2. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.
3. Revision in Rating(s).
4. Outcome of Meetings of the board of directors:
The listed entity shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following:
 - a) dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
 - b) any cancellation of dividend with reasons thereof;
 - c) the decision on buyback of securities;
 - d) the decision with respect to fund raising proposed to be undertaken
 - e) increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
 - f) reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to;
 - g) short particulars of any other alterations of capital, including calls;
 - h) financial results;
 - i) Decision on voluntary delisting by the listed entity from stock exchange(s).
5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/ treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.
6. Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.
7. Change in directors, key managerial personnel (Managing Director, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer.
8. Appointment or discontinuation of share transfer agent.
9. Corporate debt restructuring.
10. One time settlement with a bank.
11. Reference to BIFR and winding-up petition filed by any party /creditors.
12. Issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the listed entity.

Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy, B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.

Email Id: info@a1acid.com **Website:** www.a1acid.com **CIN:** L24119GJ2004PLC044011

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

13. Proceedings of Annual and extraordinary general meetings of the listed entity.
14. Amendments to memorandum and articles of association of listed entity, in brief.
15. Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;

ANNEXURE III

Illustrative list of events which shall be disclosed upon application of vents which shall be disclosed upon application of the guidelines for materiality.

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2. Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
3. Capacity addition or product launch.
4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.
6. Disruption of operations of any one or more units or division of the listed entity due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
7. Effect(s) arising out of change in the regulatory framework applicable to the listed entity
8. Litigation(s) / dispute(s) / regulatory action(s) with impact.
9. Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
10. Options to purchase securities including any ESOP/ESPS Scheme.
11. Giving of guarantees or indemnity or becoming a surety for any third party
12. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

Without prejudice to the generality above events the listed entity may make disclosures of event/information as specified by the Board from time to time.

Registered Office: A1, Corporate House, Shivalik Business Centre, Opp. Kens Ville Golf Academy, B/h Rajpath Club, Off S. G. Highway, Bodakdev, Ahmedabad – 380059, Gujarat - INDIA.

Email Id: info@a1acid.com **Website:** www.a1acid.com **CIN:** L24119GJ2004PLC044011