

POLICY FOR DETERMINATION OF MATERIALITY OF ANY EVENT / INFORMATION

1. OBJECTIVE

As per Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations), a listed entity is required to frame a policy for determination of materiality for disclosure of events or information to Stock Exchanges, on the basis of the criteria specified in sub regulation (4) of Regulation 30.

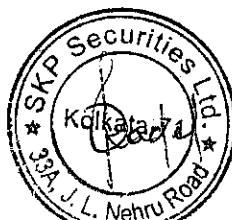
The objective of this Policy is to determine materiality of events or information of the SKP Securities Limited (hereinafter referred "Company" or "the Company") and to ensure that such information is adequately disseminated in accordance with provisions of the Regulations and to provide an overall governance framework for such determination of materiality.

2. EVENTS DEEMED TO BE MATERIAL

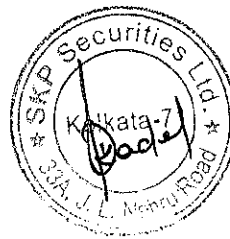
Events specified below are deemed to be material events as per sub regulation (2) of Regulation 30 and the Company shall make disclosure of such events or information relating to such events to the Stock Exchange as per the provisions of the Regulations.

- a) The Company shall disclose the following event(s) to the Stock exchange **within 30 minutes of the closure of the Board meeting**, held to consider the event(s):
 - i. 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;
 - ii. any cancellation of dividend with reasons thereof;
 - iii. the decision on buyback of securities;
 - iv. the decision with respect to fund raising proposed to be undertaken
 - v. increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
 - vi. 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;
 - vii. short particulars of any other alterations of capital, including calls;
 - viii. financial results;
 - ix. decision on voluntary delisting by the Company from stock exchange(s).
- b) The Company shall disclose the following event(s) to the Stock exchange **as soon as possible but not later than 24 hours of the occurrence of the event**
 - i) 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 Company or any other restructuring;

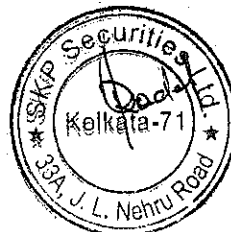
Explanation – the word 'Acquisition' shall mean, -



- a) acquiring control, whether directly or indirectly; or,
- b) acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that –
 - i) the Company holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;
 - ii) there has been a change in holding from the last disclosure and such change exceeds two per cent of the total shareholding or voting rights in the said company.
- iii) 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.;
- iv) Revision in credit rating(s);
- v) Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the Policy on determination of materiality for disclosure of events or information Company), 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;
- vi) Fraud/defaults by Promoter or Key Managerial Personnel or by Company or arrest of Key Managerial Personnel or Promoter;
- vii) Change in Directors, Key Managerial Personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer;
- viii) Appointment or discontinuation of share transfer agent;
- ix) Corporate debt restructuring;
- x) One-time settlement with a bank;
- xi) Reference to BIFR and winding-up petition filed by any party /creditors;
- xii) 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 Company;
- xiii) Proceedings of Annual and extraordinary general meetings of the Company;
- xiv) Amendments to memorandum and articles of association of Company, in brief;



- xv) Schedule of Analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors.
- c) The Company shall disclose the following event(s) to the Stock exchange as soon as possible but not later than 24 hours of the occurrence if the impact of the event/information exceeds 10% of the turnover of the Company or 10% of the net worth of the Company whichever is higher, such turnover/networth to be based on last audited financial results of the company
- i) Commencement or any postponement in the date of commencement of any new any line of business.
 - ii) Change in the general character or nature of business brought about by arrangements for strategic or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal);
 - iii) Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business;
 - iv) 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;
 - v) Disruption of operations of any one or more branch or units or division of the Company due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.;
 - vi) Effect(s) arising out of change in the regulatory framework applicable to the Company;
 - vii) Litigation(s) / dispute(s) / regulatory action(s) with impact;
 - viii) Fraud/defaults etc. by directors (other than key managerial personnel) or employees of Company;
 - ix) Options to purchase securities including any ESOP/ESPS Scheme;
 - x) Giving of guarantees or indemnity or becoming a surety for any third party; Policy on determination of materiality for disclosure of events or information
 - xi) Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals;
 - xii) Any events pertaining to the Company's subsidiaries, which may be material to the company as per the criteria of materiality laid down under these presents.



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

3. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

The Company shall make the aforesaid disclosure based on application of guidelines for determining Materiality as per following criteria. Events / information shall be considered as Material if it meets any of the following criteria:

- 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; and
- iii) Any event/information which is treated as being material in the opinion of the Board of Directors of the Company.

4. AUTHORITY FOR MAKING DISCLOSURES OF EVENTS OR INFORMATION

Mr. Naresh Pachisia, Managing Director, Mr. Anil Shukla, Chief Financial Officer and Mr. Dipak Kadel, Company Secretary, Key Managerial Personnel (KMP) of the Company, have been authorized for making the disclosures to the Stock Exchanges and are authorized for determining materiality of event or information.

5. AMENDMENTS

This policy adopted by Board on 9th November, 2015 which may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy.

6. DISSEMINATION OF POLICY

The Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures 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

