



INSECTICIDES (INDIA) LIMITED

Document Title	POLICY ON DETERMINATION AND DISCLOSURE OF MATERIALITY OF EVENTS AND INFORMATION (MOE)
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Approval Authority / Date	Board of Directors
Applicable from	07/11/2015

**POLICY ON DETERMINATION AND DISCLOSURE OF MATERIALITY OF
EVENTS AND INFORMATION**

1. Short title, commencement and objective

This Policy has been framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Regulations”). The objective of this Policy is to determine materiality of events or information related to the Company and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality.

2. Definitions

For the purpose of this Policy, the following words will carry the meaning as under:

- (1) **“Act”** The Act means Companies Act, 2013 and the rules framed thereunder, including any modifications, clarifications, circulars or re-enactment thereof
- (2) **“Board”** means the Board of Directors of Insecticides (India) Limited
- (3) **“Company”** means Insecticides (India) Limited or IIL
- (4) **“Key Managerial Personnel”** shall mean the key managerial personnel as defined under sub-section (51) of Section 2 of the Companies Act, 2013;
- (5) **“Listing Agreement”** shall mean an agreement that is to be entered into between the Company and the Stock Exchanges where the securities of the Company are listed pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(6) **“Material Event”** or “Material Information” shall mean such event or information as set out in the Schedule or as may be determined in terms of Clause 3 of this Policy. In this Policy, the words, “material” and “materiality” shall be construed accordingly;

“Policy” shall mean this Policy on criteria for determining Materiality of events or information and as may be amended from time to time;

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

(8) **"Schedule"** shall mean Schedule III or any other schedule of the Regulations.

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

3. **Determination of materiality of event or information**

- a. The events or information specified in Para A of Part A of Schedule III of SEBI LODR will be considered as deemed material events and thus will be disclosed to the Stock Exchanges without application of the materiality criteria.
- b. The events or information specified in Para B of Part A of Schedule III of SEBI LODR will be disclosed based on application of the materiality criteria.
- c. The following criterion/ thresholds shall be considered for determination of materiality of events and information:

- i) The omission of an event or information is likely to result in discontinuity or alteration of event or information already available publicly; or
- 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; or
- iii) The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:

- (1) two percent of turnover, as per the last audited consolidated financial statements of the Company;

- (2) two percent of 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;

- (3) five percent of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company;

- iv) In case where the criterion specified in sub-clauses (a), (b) and (c) above 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 or information is considered material.

- d. In addition to the above, Para C and Para D of Schedule III of SEBI LODR requires the disclosure of the following:

- i) Major development that is likely to affect business, e.g. emergence of new technologies;

- ii) Expiry of patents;

- iii) any change of accounting policy that may have a significant impact on the accounts, etc.;

- iv) any other information which is exclusively known to the Company and which may be necessary to enable the holders of the securities of the Company to appraise its position and avoid establishment of any false market in such securities; and
 - v) Any other disclosure as may be specified by SEBI from time to time.
- e. In case an event occurs, or information is available with the Company, which is not included in the PARA A or PARA B of PART A of Schedule III, but which may have a material effect, the Company shall make adequate disclosures in this regard thereof.

4. Authority to make disclosures

- a. As per SEBI LODR, the Board of directors has authorized the following persons:
 - i) Any Executive Director;
 - ii) Chief Financial Officer;
 - iii) Company Secretaryto determine materiality of an event or information in terms of this policy and to make appropriate disclosure to the stock exchanges.
- b. The contact details of the aforesaid authorized personnel will be disclosed to the stock exchanges and displayed on the Company's website.
- c. The authorized personnel shall ensure the following:
 - i) Determine the materiality of an event or information for the purpose of making disclosures to Stock Exchanges.
 - ii) Give specific and adequate reply to all queries raised by the stock exchanges with respect to any event or information.

- iii) Voluntarily confirm or deny any reported event or information to stock exchanges.
- iv) In case of an ongoing material event or information, make disclosures updating material development on a regular basis, till such time an event is resolved or closed, with relevant explanations.

5. Disclosure Of Events or Information

a. The listed entity shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case not later than the following:

- (i) thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken;
- (ii) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;
- (iii) twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity.

Provided that disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines

- b. Provided that in the case of disclosure is made after the specified timelines the company will make such disclosure along with an explanation for such day
- c. The Company shall also disclose all events or information with respect to its material subsidiaries as per the Policy on Material Subsidiary.

6. Revision *and* Amendments

The Board reserve the right to amend or modify this Policy in whole or part, in accordance with any regulatory amendment or notification or otherwise, at any time without assigning any reason whatsoever. Any such amended Policy will be updated on the website of the Company.

The Board hereby authorize the Company Secretary to amend the Policy for any statutory amendment / modification.

List of Approval and Amendments

<i>Approval and Amended By</i>	<i>Meeting date</i>
<i>Board of Directors</i>	<i>10/08/2023</i>
<i>Board of Directors</i>	<i>09/08/2024</i>