

SMVD POLY PACK LIMITED

(Updated w.e.f. 22nd August, 2022)

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS AND INFORMATION

I. OBJECTIVE:

The Securities and Exchange Board of India has formulated the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) to ensure timely, adequate and accurate disclosure of information on an ongoing basis.

In accordance with Regulation 30 of the Listing Regulations, the Company has formulated/re-formulated this Policy for Determination of Materiality of Events and Information (the “Policy”) for disclosure of material events / information to the stock exchanges.

II. SCOPE:

The Policy shall be read in conjunction with the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information contained in the Code of Conduct for Prevention of Insider Trading of the Company. The Policy shall apply to the Company and its subsidiaries.

III. DEFINITIONS:

The words and terms used in the Policy shall have the same meaning as prescribed to them as under the relevant Securities Laws / Companies Act unless otherwise specified.

IV. DISCLOSURE OF EVENTS AND INFORMATION:

The events and information which require disclosure by the Company to the stock exchanges may be classified into the following categories:

- A. Events which are deemed to be material events and whose disclosure is mandatory. Annexure A contains the indicative list of such events.
- B. Events whose materiality should be determined based on the guidelines laid down in this Policy and whose disclosure is mandatory, if considered material. Annexure B contains the indicative list of such events.

V. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS AND INFORMATION:

The Company shall consider the following criteria for determination of materiality of events / information covered under Clause IV (B) above:

- 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;
- c) 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, the event / information is considered material.

VI. CONTENTS OF DISCLOSURES AND GUIDANCE ON OCCURRENCE OF EVENTS:

When disclosing the events and information to the stock exchanges as per this Policy and when determining when an event / information is said to have occurred, the Company shall follow the guidelines specified in SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 as may be amended or substituted from time to time.

VII. TIMELINESS OF DISCLOSURES:

The Company shall ensure that material events and information are disclosed to the stock exchanges as under:

- a. Events and information covered under Clause IV shall be disclosed soon as reasonably possible and not later than twenty four hours from the occurrence of event or information unless a different time period has been prescribed by the Listing Regulations in this behalf.
- b. The Company, with respect to disclosures referred to in this Policy, shall make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

VIII. AUTHORITY FOR DETERMINING MATERIALITY AND FOR MAKING DISCLOSURES:

The Chairman & Managing Director, Chief Financial Officer and Company Secretary & Compliance Officer of the Company (the “Authorised Officials”) are severally and jointly authorized 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 the “Authorised Officials” are provided in Annexure C.

IX. AMENDMENTS TO THE POLICY:

The Policy may be amended, altered, substituted or modified by the Board of Directors from time to time.

X. DISEMINATION OF THE POLICY:

The Policy, as amended from time to time, shall be placed on the website of the Company.

ANNEXURE A

The events specified in Para A of Part A of Schedule III of the Listing Regulations (as amended from time to time) which is reproduced below are deemed to be material events and the Company shall make disclosure of such events.

SCHEDULE III

PART A: DISCLOSURES OF EVENTS OR INFORMATION: SPECIFIED SECURITIES

[See Regulation 30]

The following shall be events/information, upon occurrence of which listed entity shall make disclosure to stock exchange(s):

A. 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
- (iii) 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 Executive Officer, 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.
 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 B

The events specified in Para B and Para C of Part A of Schedule III of the Listing Regulations (as amended from time to time) which is reproduced below shall be disclosed upon application of the guidelines for materiality referred to in this Policy:

SCHEDULE III

PART A: DISCLOSURES OF EVENTS OR INFORMATION: SPECIFIED SECURITIES [See Regulation 30]

The following shall be events/information, upon occurrence of which listed entity shall make disclosure to stock exchange(s):

- B. Events 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.
- C. Any other information/event viz. major development that is likely to affect business.**

ANNEXURE C

Contact Details of Authorised Key Managerial Personnel

(Updated on 21st August, 2026)

For the purpose of determining materiality of an event or information and for making disclosures to stock exchanges:

Name	Designation	Contact details
Mr. Pramod Kumar Agarwal	Chairman & Managing Director	md@smvdpolypack.com
Mr. Prateek Agarwal	Chief Financial Officer	cfo@smvdpolypack.com
Mrs. Shikha Agarwal	Company Secretary	cs@smvdpolypack.com