



MRS.BECTORS FOOD SPECIALITIES LIMITED

POLICY

FOR

**DETERMINATION OF MATERIALITY OF
EVENTS OR INFORMATION**

1. LEGAL FRAMEWORK

This Policy for Determination of Materiality of Events or Information (“the Policy”) is aimed at providing guidelines to the management of Mrs. Bectors Food Specialities Limited (“the Company”), to determine the materiality of events or information, which could affect investment decisions and to ensure timely and adequate dissemination of information to the Stock Exchange(s) (as hereinafter defined).

This Policy has been formulated in accordance with the guidelines laid down by Securities Exchange Board of India under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to disclosure of events and information.

The Policy shall come into force with effect from the date Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 taking effect with respect to the Company.

2. OBJECTIVE

The objective of this Policy is to serve as a guiding charter to the management of the Company to ensure that timely and adequate disclosure of events or information that are material in nature and could affect investment decisions are made to the investor community timely and appropriately as mandated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to enable well informed investment decisions with regard to the securities of the Company.

3. INTRODUCTION

- (a) “**Act**” means the Companies Act, 2013 and the Companies Act, 1956 to the extent applicable.
- (b) “**Board of Directors**” means the Board of Directors of the Company.
- (c) “**Company**” means Mrs. Bectors Food Specialities Limited.
- (d) “**Key Managerial Personnel**” means key managerial personnel as defined under sub-section (51) of section 2 of the Companies Act, 2013.
- (e) “**Listing Regulations / SEBI (LODR)**” means the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (f) “**Policy**” means this policy, as amended from time to time.
- (g) “**SEBI**” means the Securities and Exchange Board of India.
- (h) “**Rules**” means the rules made under the Companies Act, 2013.
- (i) “**Stock Exchange**” means such Stock Exchange where the equity shares of the Company are listed.

4. EVENTS OR INFORMATION WHICH ARE DEEMED TO BE MATERIAL EVENTS

The Company shall, disclose all such events pertaining to itself and/or its material subsidiary (ies), which are specified in **Para A of Part A of Schedule III of the Listing Regulations** (as may be applicable / amended from time to time). Disclosure of such events without any application of the guidelines for materiality as specified in sub-regulation (2) of Regulation 30 of the Listing Regulations.

5. EVENTS OR INFORMATION WHICH ARE DEPENDENT ON APPLICATION OF GUIDELINES FOR MATERIALITY

The Company shall, disclose all such events pertaining to itself and/or its material subsidiary(ies), which are specified in **Para B of Part A of Schedule III of the Listing Regulations** subject to application of guidelines for materiality.

GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION:

1. Quantitative criteria:

This Criterion is based on audited annual financial statements of the immediate last audited financial year, and shall mean all event/ information where the value involved in a particular event / transaction or the impact thereof:

- (a) exceeds ten per cent of the consolidated gross turnover, or
- (b) exceeds ten per cent of the consolidated net worth;

whichever is lower.

2. Qualitative criteria:

This Criterion shall mean an event/ information:

- (a) the omission of which is likely to result in discontinuity or alteration of event or information that is already available publicly; or
- (b) the omission of which is likely to result in significant market reaction if the said omission came to light at a later date; or
- (c) which in the opinion of the Board of Directors of Company, is considered material.

6. ANY OTHER INFORMATION OR EVENT WHICH IS TO BE DISCLOSED BY THE COMPANY

The Company shall disclose all major developments that are likely to affect its 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 any other information which is exclusively available with the Company and which may be necessary to enable the holders of securities to review their position and to avoid the establishment of a false market in equity shares of the Company.

7. GUIDELINES ON OCCURRENCE OF AN EVENT /INFORMATION

The occurrence of material event/information could be either due to Company's own accord (i.e.

occurrence of such event / information is attributable to Company's decisions / actions) or beyond Company's control i.e. occurrence of such events / information is not attributable to or in the hands of the Company. Such events / information can be categorized as under:

- (a) events / information that are dependent upon or arise due to the stage of discussion, negotiation or approval; and
- (b) in case of natural calamities, disruptions etc., it would depend upon the timing when the company became aware of such event/information.

In respect of the events / information under 7(a), 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 Board of Directors and shareholders.

However, considering the price sensitivity involved, for certain events., disclosure shall be made on receipt of approval of the event by the Board of Directors, pending shareholder's approval e.g. decision on declaration of dividends etc.

In respect of the events under 7(b), the events/information may occur when the Company becomes aware of such events/information, or as soon as, an officer of the company has, or ought to have reasonably come into possession of the information in the course of the performance of his duties. The term 'officer' shall have the same meaning as defined under the Act and shall also include Promoter of the Company.

8. KEY MANAGERIAL PERSONNEL (KMP) FOR THE PURPOSE OF DETERMINING MATERIALITY OF AN EVENT OR INFORMATION AND FOR THE PURPOSE OF MAKING DISCLOSURES TO STOCK EXCHANGE

The following KMPs are hereby severally authorized by Board of Directors for the purpose of determining materiality of an event or information and for the purpose of making disclosures to Stock Exchange(s) ("**Authorized Person(s)**"):

- a. Managing Director
- b. Chief Financial Officer
- c. Company Secretary

The materiality of events outlined above are indicative in nature.. Accordingly, the Authorized Person/s shall exercise his/her own judgment while assessing the materiality of events / information associated with the Company.

9. AMENDMENTS

The Board may 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 with or without changes in applicable laws.

10. SCOPE AND LIMITATION

In the event of any conflict between the provisions of this Policy and the Act or Listing Regulations or any other statutory enactments, modification or rules, the provisions of Listing Regulations / Act or statutory modification, enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force.

11. DISSEMINATION OF POLICY

This Policy shall be hosted on the website of the Company for such minimum period as mandated by the provisions of Listing Regulations and thereafter as per the archival policy of the Company.

12. CONTACT DETAILS

Any questions or clarification about the policy or disclosures made by the company should be referred to the Company Secretary, who is in charge of administering, enforcing and updating this policy

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