

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

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CIN: L24131WB1948PLC095302

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

Under Regulation 30(4) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 Regard with the Schedule III of the said Regulations

1. PREAMBLE

The Board of Directors (Board) of the Company has adopted the following policy and procedure with regard to Determination of Materiality as defined below. The Board will review and may amend this policy from time to time.

2. PURPOSE

This policy is framed as per requirement of Regulation 30(4)(ii) of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015

3.EFFECTIVE DATE

This Policy is effective From December 1, 2015.

4. DEFINITIONS

- I. **Act:** Means the Companies Act, 2013
- II. **Board of Directors:** Board of Directors of Pilani Investment and Industries Corporation Limited
- III. **The Company:** Means Pilani Investment and Industries Corporation Limited
- IV. **LODR Regulation:** Means SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015
- V. **Compliance Officer:** The Officer appointed by the Board of Directors of the Company for the purpose of these regulations from time to time.
- VI. **SEBI:** The Securities and Exchange Board of India
- VII. **Rules:** Rules made under the Companies Act, 2013.
- VIII. **Regulation:** Regulation made under the SEBI Act.
- IX. **Material Event:** Reasonably be expected to affect a company's stock price



5. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

Events / information shall be considered as Material if it meets any of the following criteria

- a) the event or information is in any manner unpublished price sensitive information;
- b) the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly;
- c) 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
- d) any other event/information which is treated as being material in the opinion of the Board of Directors of the Company.

6. DISCLOSURES OF EVENTS OR INFORMATION

- a. Events specified in Annexure A are deemed to be material events and the Company shall make disclosure of such events or information as soon as reasonably possible and not later than twenty-four (24) hours from the occurrence of such event or information in the following manner:
 - i. inform the stock exchanges in which the securities of the Company are listed;
 - ii. upload on the corporate website of the Company.

Provided that in case the disclosure is made after twenty-four (24) hours of occurrence of such event or information, the Company shall, along with such disclosure(s) provide an explanation for delay.

- b. The Company shall make disclosure of events as specified in Annexure B based on application of guidelines for determining Materiality as per the Policy.
- c. The Company shall make disclosures updating Material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.
- d. The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information and on its own initiative. Further it shall confirm or deny any event or information to stock exchange(s) reported in the media.
- e. In case where an event occurs or information is available with the Company, which has not been indicated in Annexure A or Annexure B, but which may have material effect on it, the Company will make adequate disclosures in regard thereof.

All the above disclosures would be hosted on the website of the Company for a minimum period of five years and thereafter archived as per Company's Policy for Preservation of Documents.



7. ANY OTHER INFORMATION/EVENT WHICH IS TO BE DISCLOSED BY THE COMPANY

Any other Major development /information which is exclusively known to the Company which may be necessary to enable the holders of securities of the Company to appraise its position and to avoid the establishment of a false market in such securities, shall be disclosed to the Stock Exchange.

8. AUTHORITY TO KEY MANAGERIAL PERSONNEL

Managing Director, Chief Executive Officer, Chief Financial Officer and Company Secretary/Compliance Officer of the Company shall severally have the authority to determine Materiality of any event or information and ensure disclosures of the same are made to stock exchange(s), subject to the provisions of this Policy.

9. TIME LIMIT FOR DISCLOSURES OF EVENT OR INFORMATION TO THE STOCK EXCHANGE

The Company shall disclose to stock exchange all events, as specified in Part A of Schedule III of LODR Regulation, or information within twenty four hours from the occurrence of event or information.

In case the disclosure is made after twenty four hours of occurrence of the event or information, the Company shall, along with such disclosures provide explanation for delay.

Disclosure with respect to events specified in sub-para 4 of Para A of Part A of Schedule III of LODR Regulation shall be made within thirty minutes of the conclusion of the board meeting.

10. DISCLOSURES ON COMPANY'S WEBSITE AND DISCLOSURES PRESERVATION PERIOD

The Company shall disclose on its website all such events or information which has been disclosed to stock exchange under this policy, and such disclosures shall be hosted on the website of the company for a minimum period of five years and thereafter as per the Policy for Preservation of Documents of the Company, as disclosed on its website.

11. AMENDMENTS

The Board 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. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

12. REVIEW OF THE POLICY

The Board of Directors of the company shall review the policy on annual basis. The authorized person shall provide regular assurance to Board of Directors on the effectiveness of the Policy.



