

AKSHAR SPINTEX LIMITED

POLICY ON DETERMINATION OF MATERIALITY

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PREAMBLE:

- As per Regulation 30 of the SEBI (LODR) Regulations, 2015, the Company is required to frame and adopt a policy to determine the material events by testing the materiality for the purpose of proper, sufficient and timely disclosure of the same to the stock exchanges. Accordingly, this Policy on Determination of Materiality has been approved and adopted by the board of Directors of Akshar Spintex Limited in its meeting held on 5TH February, 2018.

 - In terms of Regulation 30 of the said Regulations, the events requiring disclosure by the Companies, are provided as follows:
 - a. Events specified in Para A of Part A of Schedule III of the Regulations shall be deemed to be material and the Company is required to make disclosure of the same.
(Attached as Annexure A to this Policy)
 - b. Events specified in Para B of Part A of Schedule III of the Regulations shall be disclosed by the Company based on the guidelines formulated by the Disclosures Committee. (list of events attached as Annexure B to this Policy)
- This Policy shall also apply to the events which are not reflected in Para A or Para B of Part A of Schedule III but may have a material effect on the Company.

CRITERIA FOR DETERMINATIO OF MATERIALTY EVENTS/INFORMATION:

- The listed entity shall consider the following criteria for determination of materiality of events/information:
 - (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 of listed entity, the event / information is considered material.

- The listed entity shall frame a policy for determination of materiality, based on criteria specified in this sub-regulation, duly approved by its board of directors, which shall be disclosed on its website.

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*** TO AUTHORISE KMP FOR THE PURPOSE OF DETERMING MATERIALITY OF AN EVENT OR INFORMATION AND FOR THE PURPOSE OF MAKING DISCLOSURES TO STOCK EXCHANGE:**

- As per Regulation 30 (5) of the LODR Regulations 2015 the following Person shall authorise for the purpose of Determing materiality of an event or information and for the purpose of making disclosure to stock exchange:

1. Mr. Ashokbhai S Bhalala - Managing Director
2. Mr. Amit V Gadhiya - Whole-Time Director
3. Mr. Harikrishna S Chauhan - Whole-Time Director

Contact Details of above persons shall be also disclosed to the stock exchange (s) and as well as on the Company's Website.

*** DISCLOSURES :**

- As per Regulation 30 (6) of the LODR Regulations 2015 the company shall first disclose to stock exchange (s) of all events, as specified in Part A of Schedule II, or information **not later than 24 hours from the occurrence of event or information.**
- Provided that 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.**
- Provided further that 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.
- The company shall with respect to disclosures referred to in this regulation, make disclosure updating material developments on a regular basis, till such time the event is resolved/closed, with relevant expiations.
- 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 Documents Preservation Policy of the Company, as disclosed on its website.

REVIEW OF THE POLICY:

The board of directors shall review the policy on annual basis.

AMENDEMENT OF THE POLICY :

This policy shall be amended from time to time and shall be made available at the website of the company.

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ANNEXURE-A

A. EVENTS WHICH SHALL BE DISCLOSED WITHOUT ANY APPLICATION OF THE GUIDELINES FOR MATERIALITY AS SPECIFIED IN SUB-REGULATIONS (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.
2. 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.

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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

B. EVENTS WHICH SHALL BE DISCLOSED UPON APPLICATION OF THE GUIDELINES FOR MATERIALITY REFERRED SUB-REGULATIONS (4) OF REGULATION (30):

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, 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.

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- D. Without Prejudice to generality of para (A) (B) (c) above, the listed entity may make disclosure of event/information as specified by the Board from time to time.

FOR
AKSHAR SPINTEX LIMITED

ASHOKBHAI S. BHALALA
(MANAGING DIRECTOR)
(DIN: 02003197)