

Kanoria Chemicals & Industries Limited

Policy for determination of Materiality of Events/Information

I - Objective

In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), every listed entity is required to formulate a policy for determination of materiality of an event/information for the purpose of making disclosures to the stock exchanges and such policy is required to be disclosed on the Company's website. Further, Para B of Part A of Schedule III of the Regulations provides a list of events for which the disclosures have to be made to the stock exchange based on application of certain guidelines on materiality prescribed under the Regulations. In order to comply with these requirements, the Board of Directors (the "Board") of Kanoria Chemicals & Industries Limited (the "Company") at its Meeting held on 31st October, 2015 adopted this policy for determination of materiality of events/information so that such information can be promptly disclosed to the stock exchanges as well on the website of the Company, as per the prescribed Regulations. This Policy was adopted to be effective 1st December, 2015. In view of the various amendments in the Listing Regulations, the Board of Directors has amended the aforesaid Policy on 21st May, 2025.

II - Definitions

"**Board**" shall mean the Board of Directors of the Company;

"**Company**" shall mean Kanoria Chemicals & Industries Limited

"**Compliance Officer**" shall mean the Company Secretary of the Company;

"**Key Managerial Personnel**" shall mean as per section 2(51) of the Companies Act, 2013 read with regulation 6(1) of the SEBI (LODR) Regulations, 2015.

"**Stock exchange**" means a recognized stock exchange as defined under clause (f) of section 2 of the Securities Contracts (Regulation) Act, 1956;

"**Subsidiary**" means a subsidiary as defined under sub-section (87) of section 2 of the Companies Act, 2013.

"**Policy**" means the Company's Policy for determination of Materiality of Events/Information.

"**Authority**" means authority for determination of materiality of Events/information and disclosure thereof as defined under Clause III of this Policy.

III – Authority for determination of materiality of Events/information and disclosure thereof

Any two of the Key Managerial Personnel of the Company are jointly authorized by the Board of Directors for the purpose of determining materiality of an event or information and any one of the Key Managerial Personnel is authorised for making disclosures to the stock exchange in this regard.

IV - Criteria for Determination of Materiality of Events/ Information

Materiality will be determined on a case to case basis depending on specific facts and circumstances relating to the event/information. The Company shall consider the following criteria for determination of materiality of an event/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; or
- (c) the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - (i) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;

- (ii) two percent of net worth, as per the last audited consolidated financial statements of the listed entity, except in case the arithmetic value of the net worth is negative;
- (iii) 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 listed entity;
- (d) In case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, an event or information may be treated as being material if in the opinion of the board of directors of the listed entity, the event or information is considered material:

Provided that any continuing event or information which becomes material pursuant to notification of these amendment regulations shall be disclosed by the listed entity within thirty days from the date of coming into effect of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023.

V - Events/Information

The Company is required to apply the above mentioned criteria for determination of materiality of the events/information for the list of events as specified in Para B of Part A of Schedule III of SEBI LODR Regulations. All events/information as specified in Para A of Part A of Schedule III of SEBI LODR Regulations are deemed to be material.

VI – Disclosures

The Company shall first disclose to the Stock Exchange(s) all events or information which are material as soon as reasonably possible and in any case not later than the following:

- i. 30 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. 12 (twelve) hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- iii. 24 (twenty-four) hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company.

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

The Company shall disclose the events or information with respect to its Subsidiaries which are material for the Company.

All the disclosures made to the Stock Exchange(s) under this Policy shall also be disclosed on the Website of the Company and the same shall be hosted for a minimum period of 5 (five) years.

This Policy shall also be disclosed on the Website of the Company.

VII - Authority to make alterations

The Board is authorized to make such alterations to this Policy as considered appropriate, subject; however, to the condition that such alterations shall not be inconsistent with the provisions of the Regulations.

VIII - Interpretation

In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, regulation or standard.

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Sd/-
R. V. Kanoria
Chairman & Managing Director

Date: 21st May 2025