

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

1) INTRODUCTION

Rajshree Polypack Limited (the “**Company**”) is committed to being open and transparent with all stakeholders and in disseminating information in a fair and timely manner. The Company’s securities are listed on National Stock Exchange of India Limited (the “**Stock Exchange**”) and it is required to comply with the continuous disclosure obligations imposed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”). The Listing Regulations mandates listed entities to formulate a policy for determining materiality of events or information that warrant disclosure to investors. It is in this context that the policy on determination of materiality for disclosures (“**Policy**”) is being framed and implemented.

2) OBJECTIVE OF THE POLICY

The objective and purpose of this Policy is to determine materiality of events or information relating to the Company and its business operations to ensure that such event or information is timely and adequately disclosed and disseminated to the all the stakeholders of the Company in pursuance of the Listing Regulations and generally to provide an overall governance framework for such determination of materiality

3) OVERVIEW

3.1) This Policy lays down various criteria adopted by the Company in accordance with the Listing Regulations for determining materiality of an event/ information and document a process for dissemination of information and disclosures to various stakeholders through appropriate channels.

4) MATERIAL EVENT OR INFORMATION

4.1) Deemed Material Events under the Listing Regulations-

Events or information specified in Para A of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations shall be deemed as Material and the Company shall make disclosure of such events/information as soon as reasonably possible but not later than twenty-four (24) hours from the time of occurrence of such event or knowledge of information without applying any criteria of materiality in the following manner:

- (a) inform the Stock Exchange in which the securities of the Company are listed;
- (b) upload on the website of the Company.

- 4.2) The Company shall make disclosure of events or information specified in Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations to the Stock Exchange based on application of guidelines for determining Materiality as per clause 4.6 of the Policy;
- 4.3) The Company shall make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations;
- 4.4) The Company shall provide specific and adequate reply to all queries raised by the Stock Exchange with respect to any events or information and on its own initiative. Further, the Company at its own discretion shall confirm or deny any event or information to the Stock Exchange reported in the media; and
- 4.5) 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'.
- 4.6) Guidelines for determining materiality of event or information:
- 4.6.1) Following criteria shall be considered for determination of materiality of events/information other than for the Deemed Material Information listed in Clause 4.1 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) ¹the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - 1. 2% of turnover, as per the last audited consolidated financial statements of the listed entity;
 - 2. 2% 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;
 - 3. 5% 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) ¹In 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:

¹ Revised with effect from August 11, 2023

4.6.2) In cases where the above guidelines for determining materiality cannot be applied; the Managing Director, as per guidance received from the Board of Directors shall frame an opinion based on facts and circumstances on whether any information/events requires disclosures and extent of such disclosures.

5) APPROVAL PROCESS AND AUTHORITY

- 5.1) The Managing Director shall be authorised to determine materiality of an event or information, verifying or denying rumours and approve disclosure to the Stock Exchange and on the Company website. In the absence of the Managing Director, the Chairman of the Board or Whole-time Director can approve the dissemination of information in accordance with the Policy.
- 5.2) The Company Secretary shall be authorised to make the disclosure of any material information duly approved by the Managing Director / Chairman/Whole-time Director to the Stock Exchange, and on the Company website.
- 5.3) The Company Secretary shall be authorized to disseminate approved information to the media.
- 5.4) Other employees and Company's representatives receiving any inquiries from the investment community shall not respond to such inquiries other than to refer the inquirer to the Company Secretary.

6) TIMELINES FOR DISCLOSURES OF INFORMATION

- 6.1) Disclosure required under Clause 4 above shall be first made to the Stock Exchange where shares of the Company are listed, as soon as reasonably possible but not later than twenty four (24) hours from the occurrence of event or information. In case the disclosure is made after twenty four (24) hours of occurrence of the event or information, the Company shall, along with such disclosures provide explanation for delay.
- 6.2) Disclosure with respect to events specified in Para A of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations – item no 4 regarding 'Outcome of the Board meetings' shall be made within thirty minutes of the closure of the Board meeting.
- 6.3) Any information/ disclosures shall be given first to the Stock Exchange where the shares of the Company are listed, before providing the same to any third party.
- 6.4) The Company shall make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

- 6.5) The Company shall disclose on its website all such events or information which has been disclosed to Stock Exchange under this Policy. Such disclosures shall be hosted on the website of the Company for a minimum period of five years and archived thereafter as per Company's policy on 'Preservation of Documents'.

7) GENERAL PROVISIONS

- 7.1) The Company shall provide specific and adequate reply to all queries raised by Stock Exchange with respect to any events or information.
- 7.2) The Company may on its own initiative, confirm or deny any reported event or information to Stock Exchange.
- 7.3) The Company shall follow uniform and universal dissemination of information to avoid selective disclosure.
- 7.4) While dealing with analysts or research persons or large investors like institutions, the Company shall provide only public information. Alternatively, the information given to analysts or research persons shall be simultaneously made public at the earliest.
- 7.5) The Company's employees shall handle all material/unpublished price sensitive information on a need to know basis in accordance with the Company's internal insider trading policies.
- 7.6) If an employee of the Company makes an accidental or unintentional disclosure of material or price sensitive information, the employee must immediately notify the Managing Director of this incident. The Company shall forthwith take steps to ensure that the same is disclosed to the Stock Exchange and on its website immediately.
- 7.7) All public disclosures of forward-looking information, including projections of future earnings or operational performance, shall be accompanied by appropriate cautionary language. All public disclosures of forward-looking information must be made by and/or approved by the Managing Director. Once approved, the forward-looking information may be communicated to the public by the Company Secretary/ Compliance Officer. The Company is under no obligation, except under the laws of India, to respond to/update on such forward looking statements.
- 7.8) In case where an event occurs or information is available with the Company, which has not been indicated in Para A or Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations, but which may have material effect on it, the Company will make adequate disclosures in regard thereof.
- 7.9) In the event of any conflict between the provisions of this Policy and any law, rules, regulations for the time being in force in India, such law, rules and regulations shall prevail over such provisions under this Policy.

8) DISCLOSURE OF THE POLICY

The Policy on Determination of Materiality of Events or Information shall be displayed on the Company's website and address of such web link shall be provided in the Annual Report of the Company.

9) REVIEW OF THIS POLICY

This Policy shall be subject to review by the Board of Directors at such intervals as may be deemed necessary. Changes (if any) recommended by the Audit Committee shall be placed before the Board for its approval. The Policy stands automatically revised in case of any amendment to the Listing Regulations or Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. In any case, the Listing Regulations or provisions of any other law, rules and regulations shall prevail over the provisions of this Policy.

Note: The policy was last amended by the Board of Directors in their meeting held on 11th August, 2023.