

PARSHWANATH CORPORATION LIMITED

॥ सहवीर्य करवा वहे ॥



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PARSHWANATH
CORPORATION LIMITED

**POLICY ON CRITERIA FOR
DETERMINING MATERIALITY OF EVENTS
UNDER REGULATION 30 (4)(i) OF SEBI (LISTING
OBLIGATIONS AND DISCLOSURES REQUIREMENTS)
REGULATION, 2015**

1. Preface

The Securities and Exchange Board of India (SEBI) has notified the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015") which shall be applicable to all listed entity with effect from 1st December, 2015.

This Policy is prepared in accordance with the requirements of the provisions of Regulation 30(4) (ii) of SEBI (Listing Obligation and Disclosure) Regulation, 2015 ("Listing Regulations").

The Board of Directors (the "Board") of Parshwanath corporation Limited (the "Company") has adopted this Policy vide circular resolution passed on 7th January, 2016.

2. Purpose of the Policy

The purpose of the Policy is to determine the materiality of event and information based on the criteria specified under clause (i) of sub-regulation (4) of Regulation 30 of Listing Regulations and to ensure that the Company shall make disclosure of events/information specified in para A and B of Part A of Schedule III of the Listing Regulations to the Stock Exchanges.

3. Applicability of the Policy

This Policy shall be applicable to the Company with effect from 1st December, 2015.

4. Definitions

"Act" shall mean the Companies Act, 2013 and the Rules framed thereunder, including any modifications, clarifications, circulars or re-enactment thereof.

"Board of Directors" means the Board of Directors of Parshwanath Corporation Limited, as constituted from time to time.

"Key Managerial Personnel" mean key managerial personnel as defined in sub section (51) of Section 2 of the Act;

"Listing Agreement" shall mean an agreement that is to be entered or entered into between a recognised stock exchange(s) where securities of the Company are listed and the Company pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

“Material Event” or “Material Information” shall mean such event or information as may be determined based on the guidelines provided in the Regulations or as may be determined in terms of Clause IV of the Policy. In the Policy, the words, “material” and “materiality” shall be construed accordingly.

“Policy” means this Policy providing guidelines for determining materiality of event or information and as may be amended from time to time.

“Regulations” mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.

Any other term not defined herein shall have the same meaning as defined in the Act, the Listing Agreement, Regulations or any other applicable law or regulation to the extent applicable to the Company.

5. Guidelines For Determining Materiality Of Event Or Information

1. Events or information specified in Para A of Part A of Schedule III shall be deemed to be material.
2. In respect of events or information specified in Para B of Part A of Schedule III, the following criteria shall be applied, for determination of materiality:-
 - (i) **Qualitative criteria:** The events or information which meets any of the following criteria shall be considered material:
 - (a) the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available in public; 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 or information may be treated as material if in the opinion of the Board of Directors of the Company, the event/information is considered material.
 - (ii) **Quantitative criteria:** A transaction shall be considered material if the transaction to be entered into exceeds ten percent of the annual turnover of the Company as per the last audited financial statements of the Company.

Note: In the circumstances where 'qualitative' test may not be applicable, 'quantitative' test to be applied to determine materiality.

3. Any 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 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.

6. Disclosures of Events or Information

- a. The Company shall disclose to the stock exchange(s) all the events or information as specified in the Listing Regulations.
- b. The Company shall make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.
- c. 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 and Archival of Documents.
- d. The Company shall disclose all events or information with respect to its Subsidiaries which are material for the Company

7. Authorisation Of Key Managerial Personnel

The Chairman, Managing Director and Compliance officer have been severally authorised to determine materiality of any event or information and to ensure disclosures of the same to stock exchange, subject to the provisions of this Policy.

8. Amendment

Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

Details of Amendments to the Policy

Sr. No.	Policy Change Effective date	Clause No.	Particulars of Change	Date of Board Meeting in which changes Approved
