



## Policy on dissemination of information on material events to Stock Exchange

### 1. Introduction

Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Regulations or Listing Regulations') requires every listed entity to frame a policy for determination of materiality of events and information that requires appropriate disclosure to the stock exchanges. Considering the said Regulations and to enable the present and potential investors to take an informed decision relating to material information, the Company, has formulated a policy on dissemination of information on material events to Stock Exchanges.

### 2. Objective

To disseminate the timely and accurate information about the material events to the Stock Exchanges and with due authorization, such that the present and potential investors are able to take an informed decision relating to their investment in the Company

### 3. Authority to disseminate the Information on Material Events

The following Officers of the Company (Authorised Officers) are severally authorized to decide on the material events and disseminate the Material Events to the Stock Exchanges:

1. Chief Financial Officer; and
2. Company Secretary

### 4. The Authorised Officers may consider the following criteria for determining materiality of events/ information

Materiality has to be determined on a case to case basis depending on specific facts and circumstances relating to the information/event. In order to determine whether a particular event/information is material in nature, the Company shall consider the criteria(s) mentioned below:

- a) If 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) If the omission of an event or information is likely to result in significant market reaction if the said omission became known 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 Authorised Officers of the Company, the event / information is considered material.
- d) The timing of occurrence of an event and/or availability of information has to be decided on a case to case basis.
- e) In case of natural calamities, disruptions, etc., the events/ information can be said to have occurred when the Company becomes aware of the information.





f) In matters which would depend on the stage of discussion, negotiation or approval, the events/information can be said to have occurred upon receipt of approval by the Board of Directors or after receipt of approval of the Board of Directors and shareholders, as the case may be.

#### **5. Material Events:**

Material Events: The following events are treated as material events which shall be disclosed to the Stock Exchanges as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information without application of the guidelines for materiality:

a. 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 Company or any other restructuring.

b. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, 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.

c. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the Company), 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.

d. Fraud/defaults by promoter or key managerial personnel or by the Company or arrest of key managerial personnel or promoter.

e. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer , Company Secretary etc.), Auditor and Compliance Officer.

f. Appointment or discontinuation of share transfer agent.

g. 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 Company.

h. Proceedings of Annual and extraordinary general meetings of the Company.

i. Amendments to memorandum and articles of association of the Company, in brief.

j. analysts or institutional investors meet and presentations made by the listed entity to analysts or institutional investors.

#### **6. Events for which disclosure shall be made within 30 minutes of conclusion of Board Meeting or as required by SEBI / Listing Regulations**

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)

#### **7. Effective date and Implementation**

This Policy will become effective from August 13, 2022 and may be altered or modified by the Board of Directors.



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