

POLICY FOR DETERMINATION OF MATERIAL EVENTS & INFORMATION

1. Introduction:

The Securities market regulator- Securities and Exchange Board of India (SEBI) wide its notification issued on 2nd September, 2015 has repealed the clauses under Listing Agreement entered into by the Companies with the Stock Exchange(s) and has put in place Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to come into force from the 90th day from the date of publication in the Official Gazette (i.e. from 1st December, 2015).

2. Purpose & Scope of the Policy:

The Companies for the purpose of meeting their growing needs for raising funds to meet its objectives and carry on its business activities on a broader scale borrow monies from the public at large, through issuing shares, debentures, depository receipts and such other form of Securities wherein such investors become the stakeholders and in certain cases the owners of the Company.

This policy is framed as per the requirement of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 intended to circulate and disseminate such information which in the view of the management and the regulators is material for the purpose of protecting, safeguarding the interest of the Company thereby enabling and promoting greater transparency.

The Board of Directors ("the Board") of Alankit Limited ("the Company") has adopted the following policy and the Board may amend this policy from time to time. The policy will be applicable to the Company.

3. Definitions:

"Board of Directors" or **"the Board"** means the Board of Directors of Alankit Limited, as constituted from time to time.

"Company" means Alankit Limited.

"Listing Regulations" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"Material Events/Information" means events/information as specified in Schedule III to the Listing Regulations and upon the occurrence of which a listed entity shall make disclosures to stock exchange(s) and host such disclosures on the listed entity's website.

"Policy" means this Policy for Determination of Material Events

"Regulator" means Securities and Exchange Board of India.

4. Policy:

As stated above Regulation 30 of the Listing Regulation casts responsibility on the Board of the Company to disclose such events or information which in the opinion of the Board is material including such events as stated herein and laid down under Schedule III of the Listing Regulations. As per Para A of Schedule III to the Listing Regulations the following events are deemed to be material and shall be disclosed by the Company.

| Sr. No | Material Events (As per Para A of Part A of Schedule III) |
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| 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. | 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. |
| 3. | Revision in Rating(s) |
| 4. | *Outcome of Meetings of the board of directors 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. (7A) In case of resignation of the auditor of the listed entity, detailed reasons for resignation of auditor, as given by the said auditor, shall be disclosed by the listed entities to the stock exchanges as soon as possible but not later than twenty |

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| | <p>four hours of receipt of such reasons from the auditor.</p> <p>(7B) Resignation of independent director including reasons for resignation: In case of resignation of an independent director of the listed entity, within seven days from the date of resignation, the following disclosures shall be made to the stock exchanges by the listed entities:</p> <p>i. The letter of resignation along with detailed reasons for the resignation as given by the said director.</p> <p>(ia) Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.</p> <p>ii. The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.</p> <p>iii. The confirmation as provided by the independent director above shall also be disclosed by the listed entities to the stock exchanges along with the disclosures as specified in sub-clause (i) and (ii) above.</p> |
| 8. | Appointment or discontinuation of share transfer agent. |
| 9. | <p>Resolution plan/Restructuring in relation to loans/borrowings from banks/financial institutions including the following details:</p> <p>(i) Decision to initiate resolution of loans/borrowings;</p> <p>(ii) Signing of Inter-Creditors Agreement (ICA) by lenders;</p> <p>(iii) Finalization of Resolution Plan;</p> <p>(iv) Implementation of Resolution Plan;</p> <p>(v) Salient features, not involving commercial secrets, of the resolution/restructuring plan as decided by lenders.</p> |
| 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. |
| 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. | <p>(a) Schedule of analysts or institutional investors meet and presentations made by the listed entity to analysts or institutional investors.</p> <p>Explanation: For the purpose of this clause “meet” shall mean group meetings or group conference calls conducted physically or through digital means.</p> <p>(b) Audio or video recordings and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means, simultaneously with submission to the recognized stock exchange(s), in the following manner:</p> <p>(i) the presentation and the audio/video recordings shall be promptly made available on the website and in any case, before the next trading day or within twenty-four hours from the conclusion of such calls, whichever is earlier;</p> <p>(ii) the transcripts of such calls shall be made available on the website within five</p> |

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| | working days of the conclusion of such calls. |
| 16. | <p>The following events in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code:</p> <ul style="list-style-type: none"> a) Filing of application by the corporate applicant for initiation of CIRP, also specifying the amount of default; b) Filing of application by financial creditors for initiation of CIRP against the corporate debtor, also specifying the amount of default; c) Admission of application by the Tribunal, along with amount of default or rejection or withdrawal, as applicable ; d) Public announcement made pursuant to order passed by the Tribunal under section 13 of Insolvency Code; e) List of creditors as required to be displayed by the corporate debtor under regulation 13(2)I of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016; f) Appointment/ Replacement of the Resolution Professional; g) Prior or post-facto intimation of the meetings of Committee of Creditors; h) Brief particulars of invitation of resolution plans under section 25(2)(h) of Insolvency Code in the Form specified under regulation 36A(5) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016; i) Number of resolution plans received by Resolution Professional; j) Filing of resolution plan with the Tribunal; k) Salient features, not involving commercial secrets, of the resolution plan approved by the Tribunal, in such form as may be specified; l) Specific features and details of the resolution plan as approved by the Adjudicating Authority under the Insolvency Code, not involving commercial secrets, including details such as: <ul style="list-style-type: none"> (i) Pre and Post net-worth of the company; (ii) Details of assets of the company post CIRP; (iii) Details of securities continuing to be imposed on the companies' assets; (iv) Other material liabilities imposed on the company; (v) Detailed pre and post shareholding pattern assuming 100% conversion of convertible securities; (vi) Details of funds infused in the company, creditors paid-off; (vii) Additional liability on the incoming investors due to the transaction, source of such funding etc.; (viii) Impact on the investor – revised P/E, RONW ratios etc.; (ix) Names of the new promoters, key managerial persons(s), if any and their past experience in the business or employment. In case where promoters are companies, history of such company and names of natural persons in control; (x) Brief description of business strategy. |
| 17. | <p>Initiation of Forensic audit: In case of initiation of forensic audit, (by whatever name called), the following disclosures shall be made to the stock exchanges by listed entities:</p> <ul style="list-style-type: none"> a) The fact of initiation of forensic audit along-with name of entity initiating the audit and reasons for the same, if available; b) Final forensic audit report (other than for forensic audit initiated by regulatory / enforcement agencies) on receipt by the listed entity along with comments of the management, if any. |

The Board shall disclose all the above events or information to stock exchange(s) as soon as reasonably possible and not later than 24 hours from the occurrence of such event. In the event the Company fails to make a disclosure within the prescribed period, the Company shall also provide an explanation for such delay.

* The information/ event listed shall be disclosed within 30 minutes of the closure of the meeting held to consider the aforesaid events.

The Board shall make disclosure of the following events as stated in Para B of Part A of Schedule III which in the opinion of the Board are material. The Board has formulated this policy based on the following criteria as laid down under Sub regulation 4 of Regulation 30 of the Listing Regulations:

- the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- 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;
- 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.

| Sr. No. | Material Events (As per Para B of Part A of Schedule III) |
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| 1. | Commencement or any postponement in the date of commencement of commercial operations of any unit/division. |
| 2. | Change in the general character or nature of business brought about by arrangements for strategic, technical, 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 service 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. |

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| 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. |

Parameters for determination of materiality

The Company shall consider the impact on the following parameters for determination of materiality of an event:

- Credit worthiness;
- Volume and scope of operations;
- Revenue
- Employee retention and attrition,
- Workers agitation including cases of strikes, lock outs, etc;
- Factors affecting the market price(s) or the volume of securities traded as may be listed on the Stock Exchange(s).
- Such other parameters likely to affect the Goodwill of the Company.
- Any event or information, which is already available publicly.
- Any event or information the omission of which likely to result in significant market reactions if the said omission come to light at a later date.

Officer Responsible:

The Compliance Officer of the Company shall be responsible for determining the materiality of an event and ensuring overall compliance of this Policy.

Disclosure:

This Policy will be disclosed on the Company's website www.alankit.in.

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| Policy applies to | The Company, Board of Directors, Key Managerial Personnel, all employee levels and support staff |
| Approving Authority | Board of Directors |
| Officer responsible | Company Secretary & Compliance Officer of the Company |
| Date of Last Revision | Not Applicable |
| Contact Officer | Mr. Sachin Narang (Company Secretary & Compliance Officer) |
| Contact Information | Email: sachinn@alankit.com Phone: 01142541904 Address: Alankit House, 4E/2, Jhandewalan Extension, New Delhi-110055 |