

## **Policy for Determination of Materiality of Events and Information for Disclosure to the Stock Exchanges.**

### **1. Preamble**

IFB Agro Industries Limited ('the Company') is committed to being open and transparent with all stakeholders and disseminating information in a fair and timely manner. The Company's securities are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) and must comply with the continuous disclosure obligations imposed by the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations") that came into effect from December 1, 2015. SEBI Listing Regulations mandate 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**

The objective of this policy is as follows:-

- a. To determine the materiality of any event or information to make disclosure of such events or information based on criteria specified under Regulation 30 of the (Listing obligations and Disclosure Requirements) Regulations, 2015.
- b. To ensure that the information disclosed by the Company is adequate, accurate, timely and transparent.
- c. To ensure that corporate documents and public statements are accurate and do not contain any misrepresentation.
- d. To protect the confidentiality of material/price sensitive information within the context of the Company's disclosure obligations.
- e. To disclose all events or information with respect to the subsidiaries which are material for the Company.

### **3. Material Information**

The information covered by this Policy shall include "information related to the Company's business, operations, or performance which if revealed to public, is likely to change a security's perceived value" (hereinafter referred to as "material information"). Events or information specified in Para A of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations will be disclosed without any application of the guidelines for materiality.

Events or information specified in Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations will be disclosed based on application of materiality criteria.

The Company is required to disclose in a timely and appropriate manner by applying the guidelines for assessing materiality.

#### **4. Responsibility for Disclosure:-**

A committee comprising of Joint Executive Chairman, Managing Director , Chief Financial Officer, Divisional Chief Executive Officer(s) and Company Secretary are authorized jointly authorized to determine materiality of an event / information in terms of this policy and to make appropriate disclosures to stock exchanges.

#### **5. A. Guidelines for determining Materiality:-**

Materiality will be determined on a case to case basis depending on the facts and the circumstances pertaining to the event or information.

- **Qualitative Criteria:-**

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

**OR**

(ii) 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;

- **Quantitative Criteria:-**

**Where both the criteria specified above are not applicable**, an event/information may be treated as being material if in the opinion of the authorised Key Managerial Personnel/s of the Company the omission of an event or information, whose value or the expected impact in terms of value exceeds the lower of the following as mentioned hereinbelow:-

- 2%(two percent) of turnover, as per the last audited consolidated financial statements of the listed entity,
- 2% (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.
- 5% (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;

In case where the criteria specified above are not applicable, an event/information may be treated as being material if in the opinion of the Board of Directors of the Company, the event/information is considered material.

#### **B. Timeline for Disclosures**

Any event or information, including the information specified in Para A and Para B of Schedule III of the SEBI Listing Regulations shall be forthwith informed to the designated KMP(s) upon occurrence, with adequate supporting data/information, to facilitate a prompt and appropriate disclosure to the stock exchanges.

The Company shall make disclosure to Stock Exchange(s) of all material events/information, as soon as reasonably possible and in any case not later than the following: -

- (i) 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) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;
- (iii) twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity:

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

In case the disclosure is made after the timelines specified under this regulation, the Company shall, along with such disclosure provide the explanation for the delay.

#### **6. Guidance on Timing of an Event or Information**

The Company may be confronted with the question as to when an event/information can be said to have occurred. It can be categorized as under:-

- a. Instances depending upon the stage of discussion, negotiation or approval; and
- b. in case of natural calamities disrupting operations etc., it would depend upon the timing when the company became aware of the event/information.

In respect of the above, the events/information can be said to have occurred upon receipt of approval of the Board of Directors.

#### **7. Guidelines for Communication**

In case an event or information is required to be disclosed by the Company in terms of the provisions of Regulation 30, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the Company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority.

#### **8. Policy Review**

The designated KMP(s) may review the Policy from time to time. Material changes to the Policy will need the approval of the Board of Directors. Any subsequent

amendment / modification in the Listing Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.

#### **9. Effective Date**

The Policy has been effective December 1, 2015 and the amended Policy, shall be effective from 14<sup>th</sup> August, 2023.

#### **10. Website**

The Disclosure Policy will be posted on the company's website [www.ifbagro.in](http://www.ifbagro.in) and events & information disclosed to the stock exchanges in terms of this policy will also be kept posted on the company's website [www.ifbagro.in](http://www.ifbagro.in) for at least five years \* from the date such event/ information is posted.

\*Or such other limit or time period as may be prescribed under the Regulation 2015 from time to time.