

DHAMPUR SUGAR MILLS LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS/INFORMATION

Background

SEBI has notified SEBI (Listing Obligations and Disclosure Requirements) Regulations , 2015 (“Listing Regulations”) on September 2, 2015 as amended from time to time. As per Regulation 30 of the Listing Regulations, every listed entity is required to frame a policy for determination of materiality of events or information duly approved by its Board of Directors, which would be disclosed on its website.

Definitions and Interpretations

‘Board’ shall mean the Board of Directors of the Company.

‘Company’ shall mean Dhampur Sugar Mills Limited

Unless the context otherwise requires, words or expressions contained in this Policy and not defined here, shall bear the same meaning as in the Listing Regulations and in the absence of its definition/explanation/meaning therein, as per the Companies Act, 2013 (including Rules made thereunder), as the case may be.

Words importing the singular number shall include the plural number and words importing the masculine gender shall, where the context admits, include the feminine and neuter gender.

Objective

The Company is a listed entity and is obliged to comply with the disclosure requirements under the Listing Regulations.

The objective of the Policy is to lay down the criteria for determination of materiality of events/information which shall be disclosed to the stock exchanges where the equity shares of the Company are listed (“the Stock exchanges”). This policy also lays down the procedure for archival of information on the website of the Company.

Basic Principles

The policy is based on the following basic principles :

Materiality: To ensure that all material events/information become public or made generally available.

Timeliness: To make disclosure of material events/information promptly without delay in accordance with the Policy following the material events/information that warrants disclosure.

Transparency: To make disclosure of material events/information with sufficient details that boosts investor confidence.

Material Events/ Information and Criteria

Events or Information specified in Para A of Part A of Schedule III of the Listing Regulations shall be deemed to be material. These events shall be disclosed without applying the test of materiality.

Events / information as are specified in Para B of Part A of schedule III of the Listing Regulations shall be considered material and to be disclosed by the Company to the Stock Exchanges which meets any of the following criteria :

- 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, which is likely to result in significant market reaction if the said omission came to light at a later date;
- c. the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
 - i. two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
 - ii. 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;
 - iii. 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;
- d. **Board Decision** : In 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.

Note: The above threshold amount shall be determined on the basis of audited consolidated financial statements of last financial year. If for the last financial year, the Company was not required to prepare consolidated financial statements, then the threshold shall be determined on the basis of audited standalone financial statements of last financial year.

Events/information with respect to subsidiaries which are material for the Company shall also be disclosed to the Stock Exchanges.

The Company shall also disclose to the Stock Exchanges :

- a. Any other event/information 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 security holders of the Company to appraise its position and to avoid the establishment of a false market in such securities.
- b. Any other event/information which is available with the Company and not indicated in Para A or B of part A of Schedule III of the Listing Regulations , but which may have material effect on it.

Contents and time for disclosure

Disclosures shall be made upon occurrence of a material event/information. The time for disclosure shall be in accordance with the Listing Regulations and other SEBI Circulars. The Company shall provide such details while making a disclosure of events /information as are mentioned in circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015, notification no. SEBI/LAD-NRO/GN/2023/131 dated 14th June, 2023 and the circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July, 11, 2023 issued by SEBI alongwith such other details as may be required by SEBI/the Stock Exchanges from time to time or as may be prescribed under the Listing Regulations.

Authorization for determining materiality of an event or information:

The Chief Executive Officer and Chief Financial Officer of the Company are authorised for the purpose of determining materiality of an event or information and for the purpose of making disclosures to Stock Exchange(s) under regulation 30(5) of the Listing Regulations.

Where the Chief Executive Officer and Chief Financial Officer /the Board are not certain about materiality of an event/information , they may refer the matter for an external legal advice /expert opinion.

The Key Managerial Personnel of the Company are severally authorised (suo moto or on request of any stock exchange) to confirm/deny any reported event/information to the Stock Exchanges.

Disclosure

The Company shall simultaneously disclose on its website (www.dhampursugar.com) all such events or information which has been disclosed to the Stock Exchanges under this policy or under the Listing Regulations , and such disclosures shall remain hosted on the website of the Company for a minimum period of three years and thereafter as per the following archival policy of the Company.

Archival Policy

Disclosures pertaining last three financial years and current financial year shall remain hosted on the website for easy viewing/printing, preferably under different urls (Uniform Resource locator). Thereafter depending upon the nature, materiality, impact and relevance of the event/information, the relevant disclosure can continue to remain hosted on the Company's website for a longer period as may be decided by the Company Secretary from time to time.

Review

The Board may review this policy as and when it deems appropriate. This policy is being formulated keeping in mind the applicable laws, rules, regulations and standards in India. If there is an amendment in such laws, rules, regulations and standards, allowing or relaxing what was previously not allowed under any laws, rule, regulations and standards, then this policy shall be deemed to have been amended to the extent of such amendment . Also, if due to subsequent amendment in the laws, this policy or any part hereof becomes inconsistent with the law, the provisions of law shall prevail, and this policy shall be deemed to be amended to that extent.

Amended vide Board Resolution dated 8th August, 2023