

TRIDENT TEXOFAB LIMITED

POLICY ON DISCLOSURE OF MATERIAL EVENTS/INFORMATION

**[As per Clause 30 of Chapter IV of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015 (“LODR”)]**

1. Introduction

As per Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), a Listed entity is required to frame a policy for determination of materiality of events or information which are required to be disclosed to the Stock Exchanges. In this context policy on Determination of Materiality for Disclosures (Policy) was framed and implemented by the Board on 24th February, 2018. Now to align with the various amendments in SEBI (Listing Obligations and Disclosure Requirements) 2015 and change in KMP, the Board has approved new policy in place of existing policy on 31st March, 2021.

2. Effective date

This policy has been adopted by the Board of Directors of the Company at its Meeting held on 31st March, 2021 and shall come into force w.e.f. 1st April, 2021.

3. Definitions:

In this Policy, unless the context otherwise requires:

- a) "Board of Directors" shall mean the Board of Directors of Trident Texofab Limited.
- b) "Company" means Trident Texofab Limited.
- c) "Key Managerial Personnel" or "KMP" means and includes Managing Director, Whole Time Director, Chief Financial Officer and Company Secretary of the company who may be authorised individually or collectively to disclose events to Stock Exchange.
- d) "LODR" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- e) "Material Events" are those that are specified in Para A of Part A of Schedule III of the LODR.
- f) "Other Events" are those as may be decided from time to time and in accordance with Para B of Part A of Schedule III of the LODR.
- g) "Promoter" and "Promoter Group" shall have the same meaning as assigned to them respectively in clauses (oo) and (pp) of sub-regulation (1) of regulation 2 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- h) "Policy" means Policy on Disclosure of Material Events/Information.
- i) "Subsidiary" means a subsidiary as defined under sub-section (87) of section 2 of the Companies Act, 2013;

All other words and expressions used but not defined in this Policy, but defined in the SEBI Act, Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and/or the rules and regulations made thereunder shall have the same meaning as respectively assigned to them in such Acts or rules or regulations or any statutory modification or re-enactment thereto, as the case may be.

4. Purpose of the Policy:

The purpose of this Policy is to determine materiality of events and information and to ensure that the company shall make disclosure of events /transaction/ information specified in para A and B of Part A of Schedule III of the Listing Regulations to the Stock Exchanges.

5. Disclosures of events or information.

- a) Events specified in Para A of Part A of Schedule III of the Listing Regulations will be disclosed without the application of any materiality thresholds, as these are “deemed” to be material events and the Company shall make disclosure of such events or information as soon as reasonably possible and not later than twenty-four (24) hours from the occurrence of such event or information in the following manner:
- i. inform the stock exchanges in which the securities of the Company are listed;
 - ii. upload on the website of the Company.

Provided that in case the disclosure is made after twenty-four (24) hours of occurrence of such event or information, the Company shall, along with such disclosure(s) provide an explanation for delay. Provided further that disclosure with respect to events specified in sub-para 4 of Para A of Part A of Schedule III shall be made within thirty minutes of the conclusion of the board meeting.

- b) The Company shall make disclosure of events as specified in Para B of Part A of Schedule III of the Listing Regulations on application of guidelines for determining Materiality as per the Policy.
- c) The Company shall make disclosures updating Material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.
- d) The listed entity shall disclose all events or information with respect to subsidiaries which are material for the listed entity.
- e) The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information and on its own initiative. Further it shall confirm or deny any event or information to stock exchange(s) reported in the media.
- f) In case where an event occurs or information is available with the Company, which has not been indicated in Para A or B of Part A of Schedule III, but which may have material effect on it, the Company will make adequate disclosures in regard thereof.

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 of Documents

6 .Guidelines for determining materiality of events or information.

Events / information shall be considered as Material if it 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;
- 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; and
- c) any other event/information which is treated as being material in the opinion of the Board of Directors of the Company.

7. Any other information/event which is to be disclosed by the Company.

Any other Major development /information that is likely to affect business, any change of accounting policy that may have significant impact on the accounts of the Company, 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 and any other disclosure that may be specified by SEBI from time to time, shall be disclosed to the Stock Exchange.

8. Authorisation for determination of materiality of event or transaction or information.

In terms of the Listing Regulations, the Board has authorised the key managerial personnel of the Company (in terms of the Companies Act, 2013), i.e. Managing Director, Whole Time Director, Chief Financial Officer and Company Secretary of the company as the “Authorised Persons” for the purposes of determining materiality of an event or information as per the guidelines contained under this Policy and the Listing Regulations and for the purposes of disclosing such event / information to the relevant stock exchanges from time to time.

The KMPs shall have the following powers and responsibilities for determining the material events or information:

- a) To review and assess an event or information that may qualify as ‘material’ and may require disclosure, on the basis of facts and circumstances prevailing at a given point in time.
- b) To determine the appropriate time at which the disclosures are to be made to the Stock Exchanges based on an assessment of actual time of occurrence of an event or information.
- c) To disclose developments that are material in nature on a regular basis, till such time the event or information is resolved / closed, with relevant explanations.
- d) To consider such other events or information that may require disclosure to be made to the Stock Exchanges which are not explicitly defined in the Listing Regulations and determine the materiality, appropriate time and contents of disclosure for such matters.
- e) To disclose all events or information with respect to the subsidiaries which are material for the Company.

9. Website:

As per the provisions of the Listing Regulations, the Policy shall be disclosed on the website of the Company (www.tridenttexofab.com).

10. Review & Amendment

The Policy shall be reviewed as and when required to ensure that it meets the objectives of the relevant legislation and remains effective. The Board has the right to change/amend the policy as may be expedient taking into account the law for the time being in force.