



KIRLOSKAR BROTHERS LIMITED

A Kirloskar Group Company

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CORPORATE DISCLOSURE POLICY

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Corporate Disclosure Policy

Preamble:

In order to ensure timely and adequate disclosure of price sensitive information, the following procedure shall be followed by the Company:

1. DISCLOSURE OF EVENTS OR INFORMATION:

The Company shall make disclosure of an event or information in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations, 2015'):

- A)** All events specified in Para A of Part A of Schedule III as per Listing Regulations, 2015, which are annexed to this policy as Annexure I, are deemed to be material events and shall be disclosed by the Company;

The disclosures as mentioned above, shall first be disclosed to Stock Exchanges as soon as the occurrence of the event but not later than the timelines as prescribed in the Annexure I of this Policy. Such disclosures shall also be posted on the Company's website.

- B)** The Company shall make disclosure of events specified in Para B of Part A of Schedule III of Listing Regulations, 2015, based on application of the guidelines for materiality as provided in Annexure II, annexed to this policy;

- C)** The Company shall make disclosure of all events or information which are material in nature but not covered under point (A) and point (B) above and such other events which in the opinion of Board of Directors are material as per the criteria given herein below:

- i) the omission of which is likely to result in discontinuity or alteration of event or information already available publicly, or
- ii) the omission of which is likely to result in significant market reaction, if the said omission came to light at a later date, or
- iii) which in the opinion of the Board of Directors is considered to be material i.e. it is significant to the operations or performance of the Company.





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- D)** Any other information/event 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 listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.
- E)** For events/information with respect to any subsidiary of the Company which is material for the Company, i.e. the value or expected impact in terms of value of such event/ information on the Company, exceeds the materiality thresholds described in Annexure II and qualitative factors as determined by the Key Managerial Persons, wherever required.

2. DEFINITIONS:

“Mainstream media” shall include print or electronic mode of the following:

- i. Newspapers registered with the Registrar of Newspapers for India;
- ii. News channels permitted by Ministry of Information and Broadcasting under the Government of India;
- iii. Content published by the publisher of news and current affairs content as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021; and
- iv. Newspapers or news channels or news and current affairs content similarly registered or permitted or regulated, as the case may be, in jurisdictions outside India.

“Relevant Employees” shall encompass:

- i. the Function Heads/Sector Heads/Factory Heads of the Company; and
- ii. Managing Director/CEO, Chief Financial Officer/Finance Head and Company Secretary of its subsidiaries, and
- iii. shall include employees of the Company who deals with or comes into possession of potential material information/event in the course of the performance of his/her duties.

All other words and expressions used but not defined in this Policy, but defined in the SEBI Act, 1992, the 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.





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3. DETERMINATION OF MATERIAL EVENT BASED ON MATERIALITY CRITERIA AS SPECIFIED IN POINT 1(B) ABOVE:

Materiality has to be determined for events/information as mentioned in Annexure-II based on the following Quantitative criteria calculated based on audited consolidated financial statements of the last audited financial year of the Company:

- Quantitative criteria calculated based on audited consolidated financial statements of the last audited financial year, would mean event/ information whose value or the expected impact in terms of value, exceeds the lower of the following:
 - i) 2 per cent of turnover as per the last audited consolidated financial statements of the Company;
 - ii) 2 per cent of the net worth as per the last audited consolidated financial statements of the Company, except in case the arithmetic value of the net worth is negative;
 - iii) 5 per cent of the average of absolute value of profit or loss after tax, as per the last 3 (three) audited financial statements of the Company.

4. OVERSEEING AND COORDINATING DISCLOSURE:

- a. The following Key Managerial Personnel (KMPs) of the Company are authorised for determining materiality of any event / information and its disclosure as required under this policy:
 - i. Chairman & Managing Director (CMD)
 - ii. Chief Financial Officer (CFO) and
 - iii. Company Secretary (CS).
- b. The KMPs of the Company shall be responsible for ensuring that the Company complies with continuous disclosure requirements as per this policy. KMPs shall invite other senior functionaries of the Company who shall assist as and when required, to KMPs for determining materiality of events and making disclosures to the stock exchanges. Oversee and co-ordinate disclosure of price sensitive information to Stock Exchanges, analysts, shareholders and media and educating staff on disclosure policies and procedure.





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5. PROCEDURE FOR DISCLOSURE/DISSEMINATION OF PRICE SENSITIVE INFORMATION WITH SPECIAL REFERENCE TO ANALYSTS, INSTITUTIONAL INVESTORS:

While dealing with Analysts, Institutional Investors, KMPs or any other persons authorised by KMPs shall follow the below guidelines:

a. Only Public information to be provided:

Only public information to be provided to such analysts, research persons, large investors like Institutional Investors. Alternatively, the information given to the analyst should be simultaneously made public at the earliest.

b. Recording of discussion:

In order to avoid misquoting or misrepresentation, it is desirable that at least two Company representatives are present at meetings with analysts, brokers or Institutional Investors and discussion should preferably be recorded.

c. Handling of unanticipated question:

The responsible officers of the Company should be careful when dealing with analysts questions that raise issue outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.

d. Simultaneous release of Information:

When a Company organises meetings with analysts, the Company shall make a press release or post relevant information on its website prior every such meet. The Company may also consider live webcasting of analysts meets.

6. PROCEDURE FOR RESPONDING TO ANY QUERIES, CLARIFY RUMOURS OR REQUESTS FOR VERIFICATION OF MARKET RUMOURS BY EXCHANGES:

The KMPs shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours / report appearing in mainstream media or otherwise and then decide about making the appropriate disclosures as and when the relevant statutory requirement dealing with this matter becomes applicable as per the Listing Regulations, 2015.





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A copy of such disclosure/replies shall also be sent to stock exchanges where shares of the Company are listed.

The KMPs shall provide specific and adequate reply to all queries raised by stock exchanges with respect to any event or information. This will include the confirmation or denial of any reported event or information to the stock exchanges. If the Company confirms the reported event or information, the current state of such event or information shall be disclosed by the KMPs.

7. PROCEDURE TO BE ADOPTED FOR IDENTIFYING AND REPORTING POTENTIAL MATERIAL INFORMATION/EVENT BY RELEVANT EMPLOYEES:

- a) During performance of one's role, the Relevant Employee/(s) shall be responsible for identifying pertinent information/event as mentioned in Annexure-I and Annexure-II.
- b) Upon identification of potential material information/event, the Relevant Employees shall promptly report the details of such potential material information/event to the KMPs to disclose such event/information to stock exchanges within the timelines specified in Annexure-I and Annexure-II of the Policy.
- c) Any other event, even if not covered in Annexure-I and Annexure-II, but is potentially of price sensitive nature, must also be informed for further evaluation, to the KMPs. After evaluation, the KMPs shall if required make a suitable disclosure to the Stock Exchanges.
- d) The Company shall make disclosures, updating material developments on a regular basis, till such time the event is resolved / closed, with relevant explanations.

8. MODE OF COMMUNICATION:

The aforesaid details can be submitted to KMPs by the Relevant Employees only through written communication such as emails, internal memos, or any other appropriate official means.

The details so submitted shall be authentic and comprehensive to enable the KMPs to make informed decision/take appropriate actions. The Relevant Employees should exercise necessary diligence to ensure confidentiality of the details being submitted/so submitted to the KMPs.





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The Relevant Employees may approach the KMPs for seeking guidance/clarity to ensure effective implementation of this policy.

The KMPs may conduct trainings/sensitization programmes and/or release FAQs / Standard Operating Procedure, referendum, framework to further assist Relevant Employees for effective implementation of this policy.

9. TIMELY REPORTING OF SHAREHOLDINGS / OWNERSHIP AND CHANGES IN OWNERSHIP:

Disclosures of shareholdings / ownership by major shareholders and disclosures of changes in the ownership as provided under any Regulations made under the Act and the Listing Regulations, 2015 shall be made in a timely and adequate manner.

10. MEDIUM OF DISCLOSURE / DISSEMINATION:

The Company Secretary/Compliance Officer shall ensure that following information shall be continuously disclosed on the website of the Company:

- a. Details of Company's business,
- b. Financial information such as Unaudited Quarterly and Audited Annual Financial Results, Quarterly Shareholding Pattern, Annual Reports for last 3 years,
- c. Compliance with corporate governance,
- d. Contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances,
- e. Presentations made to analysts,
- f. Details of agreements entered into with the media companies and/or their associates etc., if any,
- g. Code of conduct for all board members and senior management of the Company.
- h. All such information which may be required under applicable Statutes.





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11. AMENDMENTS:

The Board has adopted this policy and reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. This Policy has been amended as per the approval of the Board of Directors at its meeting held on February 12, 2025.

In the event of any conflict between the provisions of this Policy and the Listing Regulations, 2015, or any other statutory enactments, rules, the provisions of the said Listing Regulations, 2015 or statutory enactments, rules shall prevail over this Policy.

For Kirloskar Brothers Limited

Sanjay C. Kirloskar
Chairman and Managing Director

Pune
February 12, 2025





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ANNEXURE I

Sr. No.	Events	Timeline for disclosure
A.	Events which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of regulation (30):	
1.	<p>Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger / restructuring), sale or disposal of any unit(s), division(s), whole or substantially the whole of the undertaking(s) or subsidiary of the listed entity, sale of stake in the associate company of the listed entity or any other restructuring.</p> <p>Explanation (1) - For the purpose of this sub-paragraph, the word 'acquisition' shall mean-</p> <ul style="list-style-type: none"> (i) acquiring control, whether directly or indirectly; or (ii) acquiring or agreement to acquire shares or voting rights in a company, whether existing or to be incorporated, whether directly or indirectly, such that – <ul style="list-style-type: none"> (a) the listed entity holds shares or voting rights aggregating to twenty per cent or more of the shares or voting rights in the said company; or (b) there has been a change in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-paragraph and such change exceeds five per cent of the total shareholding or voting rights in the said company; or (c) the cost of acquisition or the price at which the shares are acquired exceeds the threshold specified in sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30. <p>Provided that acquisition of shares or voting rights aggregating to five percent or more of the shares or voting rights in an unlisted company and any change in holding from the last disclosure made under this proviso exceeding two per cent of the total shareholding or voting rights in the said unlisted company shall be disclosed on a quarterly basis in the format as may be specified.</p>	Within 12 hours* (or on a quarterly basis, as the case may be)





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Sr. No.	Events	Timeline for disclosure
	<p>Explanation (2) - For the purpose of this sub-paragraph, "sale or disposal of subsidiary" and "sale of stake in associate company" shall include-</p> <p>(i) an agreement to sell or sale of shares or voting rights in a company such that the company ceases to be a wholly owned subsidiary, a subsidiary or an associate company of the listed entity; or</p> <p>(ii) an agreement to sell or sale of shares or voting rights in a subsidiary or associate company such that the amount of the sale exceeds the threshold specified in sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30.</p> <p>Explanation (3) - For the purpose of this sub-paragraph, "undertaking" and "substantially the whole of the undertaking" shall have the same meaning as given under section 180 of the Companies Act, 2013.</p>	
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.	Within 12 hours*
3.	New Ratings(s) or Revision in Rating(s).	Within 24 hours
4.	<p>Outcome of Meetings of the board of directors:</p> <p>The listed entity shall disclose to the Exchange(s), the outcome of meetings of the board of directors, held to consider the following:</p> <p>a) dividends recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;</p> <p>b) any cancellation of dividend with reasons thereof;</p> <p>c) the decision on buyback of securities;</p> <p>d) the decision with respect to fund raising proposed to be undertaken including by way of issue of securities (excluding security receipts, securitized debt instruments or money market instruments regulated by the Reserve Bank of India),</p>	<ul style="list-style-type: none"> • Within 30 minutes from the closure of such meeting if the meeting closes during the normal trading hours; • Within 3 hours from closure of the meeting if the said meeting





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Sr. No.	Events	Timeline for disclosure
	<p>through further public offer, rights issue, American Depository Receipts / Global Depository Receipts / Foreign Currency Convertible Bonds, qualified institutions placement, debt issue, preferential issue or any other method;</p> <p>e) increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;</p> <p>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;</p> <p>g) short particulars of any other alterations of capital, including calls;</p> <p>h) financial results;</p> <p>i) decision on voluntary delisting by the listed entity from stock exchange(s):</p>	<p>closes after normal trading hours of that day but more than 3 hours before the beginning of the normal trading hours of the next trading day;</p> <p>• In case the meeting is being held for more than 1 day, the financial results shall be disclosed within 30 minutes or 3 hours, as applicable, from closure of such meeting for the day on which it has been considered.</p>
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.	Within 12 hours* (for agreements where listed entity is a party); Within 24 hours (for agreements





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Sr. No.	Events	Timeline for disclosure
		where listed entity is not a party).
5A.	<p>Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements:</p> <p>Provided that such agreements entered into by a listed entity in the normal course of business shall not be required to be disclosed unless they, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or they are required to be disclosed in terms of any other provisions of these regulations.</p> <p>Explanation: For the purpose of this clause, the term “directly or indirectly” includes agreements creating obligation on the parties to such agreements to ensure that listed entity shall or shall not act in a particular manner.</p>	<p>Within 12 hours* (for agreements where listed entity is a party);</p> <p>Within 24 hours (for agreements where listed entity is not a party).</p>
6.	<p>Fraud or defaults by a listed entity, its promoter, director, key managerial personnel, senior management or subsidiary or arrest of key managerial personnel, senior management, promoter or director whether occurred within India or abroad:</p> <p>For the purpose of this sub-paragraph:</p> <p>(i) ‘Fraud’ shall include fraud as defined under Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.</p>	Within 24 hours





Sr. No.	Events	Timeline for disclosure
	<p>(ii)'Default' shall mean non-payment of the interest or principal amount in full on the date when the debt has become due and payable.</p> <p>Explanation 1- In case of revolving facilities like cash credit, an entity would be considered to be in 'default' if the outstanding balance remains continuously in excess of the sanctioned limit or drawing power, whichever is lower, for more than thirty days.</p> <p>Explanation 2- Default by a promoter, director, key managerial personnel, senior management, subsidiary shall mean default which has or may have an impact on the listed entity.</p> <p>Explanation 3- Fraud by senior management, other than who is promoter, director or key managerial personnel, shall be required to be disclosed only if it is in relation to the listed entity.</p>	
7.	Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), senior management, Auditor and Compliance Officer.	Within 12 hours* (except in case resignation); Within 24 hours (in case of resignation)
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 four hours of receipt of such reasons from the auditor.	Timeline as specified in sub-para 7A of Para A of Schedule III.
7B.	<p>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>	Timeline as specified in sub-para 7B of Para A of Schedule III.





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Sr. No.	Events	Timeline for disclosure
	<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 reason 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>	
7C.	<p>In case of resignation of key managerial personnel, senior management, Compliance Officer or director other than an independent director; the letter of resignation along with detailed reasons for the resignation as given by the key managerial personnel, senior management, Compliance Officer or director shall be disclosed to the stock exchanges by the listed entities within seven days from the date that such resignation comes into effect.</p>	<p>Timeline as specified in sub-para 7C of Para A of Schedule III.</p>
7D.	<p>In case the Managing Director or Chief Executive Officer of the listed entity was indisposed or unavailable to fulfil the requirements of the role in a regular manner for more than forty five days in any rolling period of ninety days, the same along with the reasons for such indisposition or unavailability, shall be disclosed to the stock exchange(s).</p>	<p>Within 12 hours*</p>
8.	<p>Appointment or discontinuation of share transfer agent.</p>	<p>Within 12 hours*</p>
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>Salient features, not involving commercial secrets, of the resolution/ restructuring plan as decided by lenders.</p>	<p>Within 24 hours</p>





Sr. No.	Events	Timeline for disclosure
10.	One time settlement with a bank.	Within 24 hours
11.	Winding-up petition filed by any party / creditors.	Within 24 hours
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.	Within 12 hours*
13.	Proceedings of annual and extraordinary general meetings of the listed entity.	Within 12 hours*
14.	Amendments to memorandum and articles of association of listed entity, in brief.	Within 12 hours*
15.	<p>(a) (i) Schedule of analysts or institutional investors meet at least two working days in advance (excluding the date of the intimation and the date of the meet);</p> <p>(ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls shall be disclosed to the recognized stock exchanges prior to beginning of such events.</p> <p>Explanation I: For the purpose of this clause 'meet' shall mean group meetings or group conference calls conducted physically or through digital means.</p> <p>Explanation II: Disclosure of names in the schedule of analysts or institutional investors meet shall be optional for the listed entity.</p> <p>(b) Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means, in the following manner:</p> <p>(i) The audio 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 video recordings, if any, shall be made available on the website within forty-eight hours from the conclusion of such calls;</p>	Timeline as specified in sub-para 15 of Para A of Schedule III.





Sr. No.	Events	Timeline for disclosure
	(iii) the transcripts of such calls shall be made available on the website along with simultaneous submission to recognized stock exchanges within five 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)(c) 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) Approval of resolution plan by the Tribunal or rejection, if applicable;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;	Within 24 hours





Sr. No.	Events	Timeline for disclosure
	<ul style="list-style-type: none"> (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, ROWN ratios etc.; (ix) Names of the new promoters, key managerial personnel, 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. m) Any other material information not involving commercial secrets. n) Proposed steps to be taken by the incoming investor/acquirer for achieving the MPS; o) Quarterly disclosure of the status of achieving the MPS; p) The details as to the delisting plans, if any approved in the resolution plan. 	
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. <p>Explanation – For the purpose of this sub-paragraph, forensic audit refers to the audits, by whatever name called, which are initiated with the objective of detecting any mis-statement in financial statements, mis-appropriation, siphoning or diversion of funds and does not include audit of matters such as product quality control practices, manufacturing practices, recruitment practices, supply chain process including procurement or other similar</p>	<p>Within 12 hours* (if initiated by the listed entity);</p> <p>Within 24 hours (if initiated by external agency).</p>





Sr. No.	Events	Timeline for disclosure
	matters that would not require any revision to the financial statements disclosed by the Company.	
18.	<p>Announcement or communication through social media intermediaries or mainstream media by directors, promoters, key managerial personnel or senior management of a listed entity, in relation to any event or information which is material for the listed entity in terms of regulation 30 of these regulations and is not already made available in the public domain by the listed entity.</p> <p>Explanation – “social media intermediaries” shall have the same meaning as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021.</p>	Within 24 hours
19.	<p>Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, in respect of the following:</p> <p>(a) search or seizure; or</p> <p>(b) re-opening of accounts under section 130 of the Companies Act, 2013; or</p> <p>(c) investigation under the provisions of Chapter XIV of the Companies Act, 2013; along with the following details pertaining to the actions(s) initiated, taken or orders passed:</p> <p>i. name of the authority;</p> <p>ii. nature and details of the action(s) taken, initiated or order(s) passed;</p> <p>iii. date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;</p> <p>iv. details of the violation(s)/contravention(s) committed or alleged to be committed;</p> <p>v. impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.</p>	Within 24 hours





20.	<p>Action(s) taken or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, in respect of the following:</p> <ul style="list-style-type: none">(a) suspension;(b) Imposition of fine or penalty (Refer explanation below);(c) settlement of proceedings;(d) debarment;(e) disqualification;(f) closure of operations;(g) sanctions imposed;(h) warning or caution; or(i) any other similar action(s) by whatever name called; along with the following details pertaining to the actions(s) taken or orders passed:<ul style="list-style-type: none">i. name of the authority;ii. nature and details of the action(s) taken or order(s) passed;iii. date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;iv. details of the violation(s)/contravention(s) committed or alleged to be committed;v. impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible. <p>Explanation – Imposition of fine or penalty shall be disclosed in the following manner along with the details pertaining to the action(s) taken or orders passed as mentioned in the sub-paragraph:</p> <ul style="list-style-type: none">(i) disclosure of fine or penalty of rupees one lakh or more imposed by sectoral regulator or enforcement agency and fine or penalty of rupees ten lakhs or more imposed by other authority or judicial body shall be disclosed within twenty-four hours.(ii) disclosure of fine or penalty imposed which are lower than the monetary thresholds specified in the clause (i) above on a quarterly basis in the format as may be specified.	Within 24 hours
21.	<p>Voluntary revision of financial statements or the report of the board of directors of the listed entity under section 131 of the Companies Act, 2013.</p>	Within 12 hours*





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ANNEXURE II

Sr. No.	Events	Timeline for disclosure
B.	Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30)	
1.	Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division	Within 12 hours*
2.	Any of the following events pertaining to the listed entity: (i) arrangements for strategic, technical, manufacturing, or marketing tie-up; or (ii) adoption of new line(s) of business; or (iii) closure of operation of any unit, division, or subsidiary (entirety or piecemeal)	Within 12 hours*
3.	Capacity addition or product launch.	Within 12 hours*
4.	Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.	Within 24 hours
5.	Agreements (viz. loan agreement(s) 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.	Within 12 hours* (for agreements where listed entity is a party); Within 24 hours (for agreements where listed entity is not a party).
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.	Within 24 hours
7.	Effect(s) arising out of change in the regulatory framework applicable to the listed entity.	Within 24 hours
8.	Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the listed entity.	Within 24 hours
	In case all the relevant information in respect of the claims made against the Company under any litigation or dispute, other than tax litigation or dispute, is maintained in the structured digital database	Within 72 hours





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Sr. No.	Events	Timeline for disclosure
	of the Company in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.	
9.	Frauds or defaults by employees of the listed entity which has or may have an impact on the listed entity.	Within 24 hours
10.	Options to purchase securities including any ESOP/ESPS Scheme.	Within 12 hours*
11.	Giving of guarantees or indemnity or becoming a surety, by whatever name called, for any third party.	Within 12 hours*
12.	Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.	Within 24 hours
13.	Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority.	Within 12 hours*
C.	Any other information/event 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 listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.	Within 24 hours
D.	Without prejudice to the generality of para (A), (B) and (C) above, the listed entity may make disclosures of event/information as specified by SEBI from time to time.	Timeline as specified by the SEBI.

***Note:** In case the event or information emanates from a decision taken in a meeting of board of directors, the same shall be disclosed within thirty minutes from the closure of such meeting if the meeting closes during the normal trading hours and within 3 hours from closure of the meeting if the said meeting closes after normal trading hours of that day but more than three hours before the beginning of the normal trading hours of the next trading day as against the timeline indicated in the table above.

In case the meeting of the board of directors is being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of such meeting for the day on which it has been considered.

