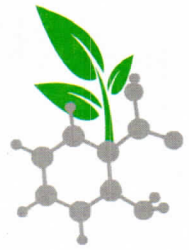




**INDO US**  
**BIO-TECH LIMITED**

(AN ISO CERTIFIED COMPANY)  
CIN LO1122GJ2004PLC043550



AMENDED & ADOPTED POLICY

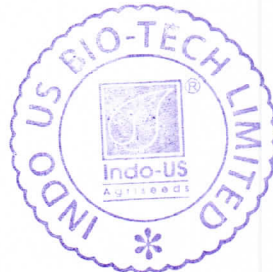
## POLICY ON DETERMINATION OF MATERIALITY OF EVENTS

PURSUANT TO THE CIRCULAR FROM SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) RELEASED ON 9 MAY 2018, THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) (AMENDMENT) REGULATIONS, 2018 (SEBI (LODR) (AMENDMENT) REGULATIONS, 2018, THE BOARD OF DIRECTORS IN THE BOARD MEETING HELD ON 30<sup>TH</sup> MAY 2019 HAVE AMENDMEND THIS POLICY EFFECTIVE FROM 1<sup>ST</sup> APRIL, 2019.

THIS ADOPTED POLICY IS PLACED ON WEBSITE OF THE COMPANY  
[www.indousagriseeds.com](http://www.indousagriseeds.com)

BY THE ORDER OF THE BOARD OF DIRECTORS  
FOR INDO US BIO-TECH LIMITED

**JAGDISH D AJUDIA**  
**CHAIRMAN & MANAGING DIRECTOR**  
**DIN: 01745951**



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**POLICY ON CRITERIA FOR DETERMINING MATERIALITY OF EVENTS OF  
INDO US BIO-TECH LIMITED**

**1. BACKGROUND**

INDO US BIO-TECH LIMITED (the "Company") is committed to being open and transparent with all stakeholders and in disseminating information in a fair and timely manner. The Company is required to comply with the continuous disclosure obligations as mandated under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended (the "Listing Regulations") and circulars issued by Securities and Exchange Board of India from time to time, including circular bearing no. CIR/CFD/CMD/4/2015 dated September 9, 2015.

The Policy on Determination of Materiality of events or information that warrants disclosure to investors has been framed in compliance with the requirements of the Listing Regulations.

**2. OBJECTIVE**

The objectives of this Policy are as follows:

- a. To ensure that the Company complies with the disclosure obligations to which it is subject as a listed company as laid down by the Listing Regulations.
- b. To ensure that the information disclosed by the Company is 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 provide a framework that supports and fosters confidence in the quality and integrity of information released by the Company.
- f. To ensure uniformity in the Company's approach to disclosures, raise awareness and reduce the risk of selective disclosures.

**3. DEFINITION**

"Act" shall mean the Companies Act, 2013 and the rules framed thereunder, including any modifications, clarifications, circulars or re-enactment thereof.



"Board of Directors" or "Board" means the Board of Directors of Indo Us Bio-Tech Limited, as constituted from time to time.

"Key Managerial Personnel" means key managerial personnel as defined Section 2(51) of the Act;

"Material Event" or "Material Information" shall mean such event or information as set out in the annexures to this policy or Schedule or as may be determined in terms of Clause 4 of this Policy. In the Policy, the words, "material" and "materiality" shall be construed accordingly;

"Policy" means this Policy on criteria for determining Materiality of events or information and as may be amended from time to time;

"Listing Regulations" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued thereunder, including any modifications, clarifications, circulars or re-enactment thereof;

"Schedule" means Schedule III of the Listing Regulations;

Any other term not defined herein shall have the same meaning as defined in the Act, the Listing Regulations, or any other applicable law or regulation to the extent applicable to the Company.

#### **4. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION**

Materiality must be determined on a case to case basis depending on specific facts and circumstances relating to the information/event.

a. Regulation 30 of the Listing Regulations mandates disclosure of all deemed material events to the stock exchanges. These events have been specified in Para A of Part A of Schedule III of the Listing Regulations and shall be disclosed as applicable from time-to- time. These events are also listed in Annexure A to this Policy. These events will be disclosed as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information except for events stated in item 4 of Annexure A which shall be disclosed within thirty minutes of the conclusion of the Board Meeting. In case the disclosure is made after twenty four hours of occurrence of the event or information, the rationale for the delay will be provided along with such disclosures.

b. For disclosure of certain events (as specified in Para B of Part A of Schedule III) of the Listing Regulations, to the stock exchanges (as reproduced in Annexure B to this Policy) the following criteria shall be considered by the Board for determining whether the events are material or not:

c. Where the omission of an event or information, is likely to result in:

- i. Discontinuity or alteration of event or information already available publicly or
- ii. A significant market reaction if the said omission came to light at a later date.



This Policy shall also apply to the events to which neither Para A or Para B of Part A of Schedule III applies but have a material effect on the Company in the opinion of the Board of Directors of the Company.

#### **5. DISCLOSURE PROCESS**

1. Any event purported to be reportable under Regulation 30 of the Listing Regulations shall be informed to the Managing Directors / Chief Financial Officer / Company Secretary of the Company on an immediate basis with adequate supporting data/information to facilitate a prompt and appropriate disclosure. Any other event, even if not covered under the Listing Regulations but is potentially of price sensitive nature, must also be informed, for further evaluation to the Managing Directors / Chief Financial Officer / Company Secretary.
2. After evaluation, any one of the above mentioned persons shall submit disclosure to the stock exchanges.
3. The Company shall use the electronic facilities provided by the Stock Exchanges for dissemination of the information and may subsequently disclose the same via other media, including the press release, website, etc.
4. Statutory timeframes for disclosure shall be adhered to. Delay, if any, should be sufficiently explained along with the disclosure.
5. Regular updates, where relevant, shall be made with relevant explanations.
6. All disclosures shall be available on the website of the Company for a period of 5 years.

#### **6. AUTHORITY TO MANAGERIAL PERSONNEL**

The Board of Directors of the Company have severally authorised the Managing Directors / Chief Financial Officer and the Company Secretary & Compliance Officer of the Company (the "Authorised Persons") to determine Materiality of any event or information and ensure timely disclosures of the same are made to stock exchange(s), subject to the provisions of this Policy. The Authorised Persons are also empowered to seek appropriate counsel or guidance, as and when necessary, from other internal or external stakeholders as they may deem fit.

#### **7. AMENDMENTS**

The Board may, subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force. Any subsequent amendment/modification in the Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

#### **8. SCOPE AND LIMITATION**

In the event of any conflict between the provisions of this Policy and the Listing Regulations; or any other statutory enactments, rules, the provisions of such Listing Regulations / Act, or statutory

enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force.

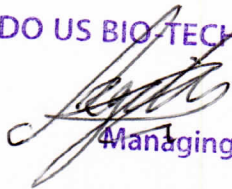
**9. DISSEMINATION OF POLICY**

This Policy shall be hosted on the website of the Company [www.indousagriseeds.com](http://www.indousagriseeds.com). Further, the Company shall disclose on its website all such events or information which has been disclosed to the stock exchange(s) under the Listing Regulations and such disclosures shall be made available on the website of the Company for a period of five years and thereafter as per the archival policy of the Company.

**10. EFFECTIVE DATE**

This Policy is amended and became effective from 1st April, 2019.

For, INDO US BIO-TECH LIMITED

  
Managing Director