



METROPOLIS HEALTHCARE LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS & INFORMATION

Reviewing Authority	Audit Committee of the Company
Approving Authority:	Board of Directors of the Company
Original Issue Date:	February 11, 2019
Last Revision Date:	August 02, 2023
Version No.:	3.0
Review Cycle:	At such Intervals as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as deemed fit by the Board on the recommendation of the Audit Committee.
Applicability	The Company and its Subsidiaries

1. PREFACE:

- 1.1 The Policy is framed in accordance with the requirements of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”) as amended from time to time.
- 1.2 These Regulations require a listed Company to make disclosures of such events and information, which in the opinion of the Board of the Company is Material.
- 1.3 The disclosure of such events has been classified into the following Categories
 - a. Events that need to be disclosed without application of the “Materiality Criteria”. These are considered **Deemed Material Events**. The list of Deemed Material Events is disclosed as “**Annexure A**” to this Policy.
 - b. Events that need to be disclosed with the application of the “Materiality Criteria”. The list of such events is disclosed as “**Annexure B**” to this Policy.
 - c. Other events as specified by the Securities Exchange Board of India are disclosed as “**Annexure C**” to this Policy.
- 1.4 The Regulations also mandate the Company to frame a policy for the determination of materiality, based on criteria specified in these regulations, duly approved by the Board of the Company and which shall be disclosed on the Company’s website.
- 1.5 The Board of Directors (the “**Board**”) of Metropolis Healthcare Limited (the “**Company**”) approved the policy for the determination of materiality of events & information (the “**Policy**”) at its Meeting held on February 11, 2019.
- 1.6 The Board of Metropolis Healthcare Limited approved the revision in the Policy at its Meeting held on May 16, 2023.
- 1.7 The Board of Metropolis Healthcare Limited further revised the policy by duly approving the same at its Meeting held on August 02, 2023

2. OBJECTIVE:

The objective of the Policy is as follows

- 2.1 To ensure that the Company complies with the disclosure obligations to which it is subject to viz. Listing Regulations, various Securities Laws and any other legislation as applicable.
- 2.2 To ensure that the Information disclosed by the Company is adequate, accurate, timely and transparent.
- 2.3 To provide framework that supports and fosters confidence in the quality and integrity of information released by the Company.



- 2.4 To ensure that all investors have access to important information that may affect their investment decisions.
- 2.5 To ensure uniformity in the Company's approach towards disclosures, raising awareness and reducing the risk of selective disclosures.
- 2.6 To ensure that corporate documents and public statements do not contain any misrepresentation.

3. EFFECTIVE DATE:

- 3.1 This Policy is effective with immediate effect.

4. DEFINITIONS:

- 4.1 **"Act"** shall mean the Companies Act, 2013 and the Rules framed there under, including any modifications, amendments, clarifications, circulars or re-enactment thereof.
- 4.2 **"Board of Directors"** or **"Board"** shall mean the Board of Directors of Metropolis Healthcare Limited, as constituted from time to time.
- 4.3 **"Company"** shall mean Metropolis Healthcare Limited.
- 4.4 **"Material Events"** or **"Material Information"** shall mean such events or information as set out in the Annexures or as may be determined in terms of Clause 8 of the Policy. In the Policy, the words, "material" and "materiality" shall be construed accordingly.
- 4.5 **"Policy"** shall mean this Policy for Determination of Materiality of events & information and as amended from time to time.
- 4.6 **"Listing Regulations"** shall mean SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, amendments, clarifications, circulars or re-enactment thereof.
- 4.7 **"Schedule"** shall mean Schedule III of Listing Regulations.
- 4.8 **"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 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;

4.9 **“Relevant Employees”** shall include Senior Management, Functional Heads, Designated Officers and such other employees who have access to the significant information/events related to the Company, and such other personnel as may be determined by the disclosure committee from time to time.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the Listing Regulations or any other applicable law or regulation to the extent applicable to the Company.

Words importing the singular number include, where the context admits or requires, the plural number and vice versa.

5. AUTHORITY TO DETERMINE MATERIALITY OF EVENTS:

5.1 The “**Disclosure Committee**” comprises of the

- a) Chairman;
- b) Managing Director;
- c) Chief Executive Officer;
- d) Chief Financial Officer and
- e) Company Secretary/Compliance Officer.

5.2 The Disclosure Committee can be contacted at the following address:

Address: Disclosure Committee
Metropolis Healthcare Limited
250 D, Udyog Bhavan, Worli
Mumbai - 400030

Email: secretarial@metropolisindia.com

6. ROLE AND RESPONSIBILITY OF DISCLOSURE COMMITTEE:

- 6.1 To ensure compliance with the Disclosure requirements under Regulation 30 of Listing Regulations and such other circulars as may be specified by SEBI in this regard.
- 6.2 To take a view on the materiality of the event or on the price sensitivity of an event that qualifies for disclosure under Regulation 30 of the Listing Regulations.
- 6.3 To review and finalize the details to be disclosed. The content of the disclosure shall be in line with Listing Regulations.
- 6.4 To consider such other events that may require disclosure to be made to the Stock Exchanges which are not explicitly defined in the Annexures and determine the materiality, appropriate time and content of the disclosure for such matters.
- 6.5 To determine the materiality of events/information mentioned in Regulation 2(n) of SEBI (Prohibition of Insider Trading) Regulations, 2015 which are likely to materially affect the price of the securities (constituting UPSI).
- 6.6 To authorise Company Secretary/Compliance Officer to present before the Board a complete list of material events submitted to the Stock Exchanges regularly as part of “Submissions made to Stock Exchanges – Compliance” for their review and noting.
- 6.7 To make necessary amendments to the Policy as may be required from time to time.



6.8 To determine the Employee who may have access to the significant information/events related to the Company.

6.9 To ensure yearly internal audit of effective implementation of the Policy.

6.10 To meet as and when required (not later than 3 months) to appraise on any materiality event and their disclosure, any changes to be further incorporated in the policy and circulate a quarterly report on decision made to be placed in Audit Committee meeting.

7. DISCLOSURE PROCESS:

7.1 The Relevant Employees on receipt of or upon becoming aware of the following mentioned event/information must immediately report to the Disclosure Committee.

- a) Events/Information disclosed in “**Annexure B**” of the Policy
- b) Events/Information disclosed in “**Annexure C**” of the Policy
- c) Any event/information wherein they are unsure of the Materiality.

7.2 The “Disclosure Committee” shall be responsible and authorized for evaluating/ascertaining the materiality of the events/information, considering the provisions of the Listing Regulations and this Policy.

7.3 If the Disclosure Committee is not certain about the materiality of any event/information, the Committee may refer the matter for external legal advice for appropriate guidance thereafter.

7.4 After evaluation, in case the event/information is considered Material, the Committee will direct the Managing Director or Company Secretary/Compliance Officer or Chief Financial Officer to make adequate disclosure to the Stock Exchanges.

7.5 The Company shall adhere to the statutory timeframes for disclosure of information to the Stock Exchanges. Delay, if any, shall be explained along with the Disclosure.

8. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION:

8.1 Events/Information shall be considered Material in nature as per Regulation 30(4) of Listing Regulations if it meets 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 is likely to result in significant market reaction if the said omission came to light at a later date;
or



- 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. 2% of Turnover, as per the last audited consolidated financial statements of the Company;
 - ii. 2% of 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% of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company;
- d) In case where the criteria specified in sub-clauses (a), (b) and (c) is not applicable, an event/ information may be treated as being material if in the opinion of the Board of the Company, the event/information is considered material.



9. DISCLOSURES OF EVENTS OR INFORMATION:

9.1 Events/Information disclosed in “**Annexure A**” of the Policy and events/information which are ascertained Material by the Disclosure Committee shall be reported as soon as reasonably possible and in any case not later than the following:

- (i) 30 (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) 12 (twelve) Hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- (iii) 24 (twenty-four) Hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company;

in the following manner by Managing Director or Chief Financial Officer or Company Secretary:

- Inform the Stock exchanges on which the securities of the Company are listed;
- Upload the disclosure on the Website of the Company

Provided further that disclosure with respect to events specified in **Point 3 (Outcome of Meetings of Board of Directors)** of “**Annexure A**” shall be made within 30 minutes of the conclusion of the Board meeting.

Provided further that in case the disclosure is made after the timelines specified above, the Company shall provide an explanation for the delay along with such disclosure(s).

9.2 The Company shall disclose all events or information with respect to subsidiaries that are material for the Company.

9.3 The Company may on its own initiative, confirm or deny any reported event or information to stock exchange(s), any reported event or information in the mainstream media which is not general in nature and which indicates that rumours of an impending specific material event or information which are circulating amongst the investing public, as soon as reasonably possible and not later than twenty-four hours from the reporting of the event or information.

9.4 In case an event or information is required to be disclosed by the Company in terms of the provisions of this policy, 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.



9.5 All the shareholders, Promoters, Promoter group entities, related parties, Directors, Key Managerial Personnel and employees of the Company or of its holding, subsidiary and associate company, who are parties to the agreements specified in clause 5 of Annexure A of this policy, and to which such a listed entity is not a party shall inform the Company regarding the same within two working days of entering into such agreements or signing an agreement to enter into such agreements. On receipt of such communication, the Company shall disclose to the stock exchange(s)

10. COMMUNICATION AND DISSEMINATION OF THE POLICY:

10.1 This Policy after duly approved by the Board of Directors shall be notified and communicated to the functional head of respective departments of the Company.

10.2 The new employees shall be informed about the Policy by the Human Resource department.

10.3 This Policy will be hosted on the website of the Company.

11. PRESERVATION AND ARCHIVAL OF DOCUMENTS:

11.1 All Material Disclosures will be hosted on the website of the Company for a minimum period of five years and thereafter archived in accordance with the Company's Policy for Preservation and Archival of Documents.

12. AMENDMENTS:

12.1 Subject to the applicable laws, the Board, based on the recommendation of the Audit Committee may amend any provision(s) or substitute any of the provision(s) with new provision(s) or replace the Policy entirely with a new Policy.

12.2 The Policy is subject to review from time to time.

12.3 No amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

13. PENALTY FOR NON ADHERENCE OF THE CLAUSES OF THE POLICY

13.1 As per Section 15A of SEBI Act,1992, if the Company fails to disclose **Deemed Material Events/Information** within the time specified in Regulation 30 of Listing Regulations, the Company shall be liable to pay penalty not less than Rs 1,00,000/- (One Lakh Rupees) but which may extend to Rs 1,00,000/- (One Lakh Rupees) for each day during which such failure continues subject to a maximum of Rs 10,000,000/- (One Crore Rupees)



14. SCOPE AND LIMITATION

- 14.1 In the event of any conflict between the provisions of this Policy and the Listing Regulations / the Companies Act, 2013 or any other statutory enactments, rules, the provisions of the Listing Regulations / the Companies Act, 2013 or statutory enactments, rules shall prevail over this Policy.



ANNEXURE A

Events which shall be mandatorily disclosed *without any further consideration of the guidelines for materiality*:

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation, merger, demerger or restructuring), sale or disposal of any unit(s), division(s), whole or substantially the whole of the undertaking(s) or subsidiary of the Company, sale of stake in associate company or any other restructuring

Explanation – ‘Acquisition’ shall mean, -

- (i) acquiring control, whether directly or indirectly; or,
- (ii) acquiring or agreeing to acquire shares or voting rights in, a company, whether existing or to be incorporated, whether directly or indirectly, such that –
 - (a) The Company holds shares or voting rights aggregating to five percent 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 and such change exceeds two percent of the total shareholding or voting rights in the said company.
 - (c) The cost of acquisition or the price at which the shares are acquired exceeds the threshold specified in clause 8.1 of this policy

For the purpose of this sub-paragraph, “sale or disposal of the subsidiary” and “sale of stake in the associate company” shall include-

- (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
- (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

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.;
3. New Rating(s) or Revision in credit rating(s);
4. **Outcome of Meetings of the Board of Directors: The Company shall disclose to the Exchange(s), within 30 minutes of the closure of any meeting held to consider the following:**
 - (i) dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
 - (ii) any cancellation of a dividend with reasons thereof;



- (iii) the decision on buyback of securities;
 - (iv) the decision with respect to fund raising proposed to be undertaken;
 - (v) increase in capital by issue of bonus shares through capitalization of reserves including the date on which such bonus shares shall be credited/dispatched;
 - (vi) 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 which may be subscribed to;
 - (vii) short particulars of any other alterations of capital, including calls;
 - (viii) financial results;
 - (ix) Decision on voluntary delisting by the Company from Stock Exchange(s).
5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that they impact management and control of the company), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in the normal course of business, revision(s) or amendment(s) and termination(s) thereof;
6. Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company 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 Company or impose any restriction or create any liability upon the Company, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements:
- Provided that such agreements entered into by a Company 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 Company or they are required to be disclosed in terms of any other provisions of these regulations.
7. Fraud/defaults by the Company, its Promoter or Director or Key Managerial Personnel or Senior Management or Subsidiary or arrest of Promoter or Director or Key Managerial Personnel of the Company whether occurred within India
For this purpose
- i. 'Fraud' shall include fraud as defined under Regulation 2(1)(c) of the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;
 - 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.
8. Change in Directors, Key Managerial Personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Senior Management, Auditor and Compliance Officer;



- a. In case of resignation of the auditor of the Company, detailed reasons for resignation of the auditor, as given by the said auditor, shall be disclosed by the Company to the Stock Exchanges as soon as possible but not later than twenty-four (24) hours of receipt of such reasons from the auditor.
 - b. In case of resignation of an independent director of the Company, within 7 days from the date of resignation, the following disclosures shall be made to the Stock Exchanges by the listed entities:
 - i. The letter of resignation along with detailed reasons for the resignation of independent directors as given by the said director shall be disclosed by the Company to the Stock Exchanges.
 - a. Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of Board committees, if any.
 - ii. The independent director shall, along with the detailed reasons, also provide a confirmation that there are no other material reasons other than those provided.
 - iii. The confirmation as provided by the independent director above shall also be disclosed by the Company to the Stock Exchanges along with the disclosures as specified in sub-clause (i) and (ii) above.”
 - c. In case of resignation of key managerial personnel, senior management, Compliance Officer or director other than an independent director within 7 days from the date of resignation, 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 Company
 - d. In case the Managing Director or Chief Executive Officer of the Company was indisposed or unavailable to fulfill 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 exchanges
9. Appointment or discontinuation of share transfer agent;
10. Resolution plan/ Restructuring in relation to loans/borrowings from banks/financial institutions including the following details:
- a) Decision to initiate resolution of loans/borrowings;
 - b) Signing of Inter-Creditors Agreement (ICA) by lenders;
 - c) Finalization of Resolution Plan;
 - d) Implementation of Resolution Plan;
 - e) Salient features, not involving commercial secrets, of the resolution/ restructuring plan as decided by lenders
11. One-time settlement with a bank;



12. Winding-up petition filed by any party /creditors;
13. 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 Company;
14. Proceedings of Annual and extraordinary general meetings of the Company;
15. Amendments to memorandum and articles of association of the Company, in brief;
16. Schedule of Analyst or institutional investor meets and presentations made by the Company to analysts or institutional investors at least two working days in advance (excluding the date of the intimation and the date of the meet);
17. Audio or video recordings and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means, simultaneously with submission to the recognized Stock Exchange(s), in the following manner:
 - i. The presentation and the audio /video 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;
 - ii. The transcripts of such calls shall be made available on the website within five working days of the conclusion of such calls:

Provided that the disclosures above shall be voluntary from April 01, 2021, and mandatory with effect from April 1, 2022, in line with the 2015 Regulations.

18. In case of the Corporate Insolvency Resolution Process (CIRP) of the Company under the Insolvency Code, the following events need to be disclosed
 - a. Filing of application by the Company for initiation of CIRP, also specifying the amount of default;
 - b. Filing of application by financial creditors for initiation of CIRP against the Company, also specifying the amount of default;
 - c. Admission of application by the Tribunal, along with the amount of default or rejection or withdrawal, as applicable;
 - d. Public announcement made pursuant to the 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 the 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;
 - m. Any other material information not involving commercial secrets
 - n. Proposed steps to be taken by the incoming investor/acquirer for achieving the Minimum Public Shareholding (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
19. In case of Initiation of Forensic Audit, the Company shall make the following disclosures to the Stock Exchanges
- 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 Company along with comments of the management, if any.
20. Announcement or communication through social media intermediaries or mainstream media by directors, promoters, key managerial personnel or senior management of the Company, in relation to any event or information which is material for the Company in terms of regulation 30 of Listing regulations and the policy and is not already made available in the public domain by the Company.
- “social media intermediaries” shall have the same meaning as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021
21. Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the Company or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the Company, in respect of the following:
- (a) search or seizure; or
 - (b) re-opening of accounts under section 130 of the Companies Act, 2013; or
 - (c) investigation under the provisions of Chapter XIV of the Companies Act, 2013; along with the details as prescribed under Listing Regulations pertaining to the actions(s) initiated, taken or orders passed:
 - i. name of the authority;
 - ii. nature and details of the action(s) taken, initiated 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;
 - iv. impact on the financial, operation or other activities of the Company, quantifiable in monetary terms to the extent possible.
22. Action(s) taken or orders passed by any regulatory, statutory, enforcement authority or judicial body against the Company or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the Company, in respect of the following:
- (a) suspension;
 - (b) imposition of fine or penalty;
 - (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 details as prescribed under Listing Regulations pertaining to the actions(s) initiated, taken or orders passed:
 - i. name of the authority;
 - ii. nature and details of the action(s) taken, initiated 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 Company, quantifiable in monetary terms to the extent possible.
23. Voluntary revision of financial statements or the report of the board of directors of the Company under section 131 of the Companies Act, 2013.



ANNEXURE B

Illustrative list of events which shall be disclosed *upon application* of the guidelines for materiality:

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division;
2. The following events pertaining to the Company
 - 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 (in entirety or in piecemeal);
3. Capacity addition or product launch;
4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/ contracts not in the normal course of business;
5. Agreements (viz. loan agreement(s) or any other agreement(s) which are binding and not in the normal course of business and revision(s) or amendment(s) or termination(s) thereof;
6. Disruption of operations of any one or more units or divisions of the Company due to a natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.;
7. Effect(s) arising out of change in the regulatory framework applicable to the Company;
8. Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the Company;
9. Frauds or defaults by employees of the Company which has or may have an impact on the Company;
10. Options to purchase securities including any ESOP/ESPS Scheme;
11. Giving of a guarantee or an indemnity or becoming a surety (by whatever named called) for any third party;
12. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
13. Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority



ANNEXURE C

Other events as specified by SEBI and are listed as Annexure C

1. 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 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.
2. Any other information as may be required by SEBI, from time to time.