

# INLAND PRINTERS LIMITED

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**Reg. Off.:** F-18 Tenth Central Mall, Mahavir Nagar, Kandivali West, Mumbai - 400067  
**Tel.:** 9987773105 **Email:** inlandprintersltd@gmail.com  
**CIN:** L99999MH1978PLC020739 **Website:** [www.inlandprinters.in](http://www.inlandprinters.in)

## Materiality of Events

### PREAMBLE:

The Securities and Exchange Board of India (“SEBI”) vide its notification dated September 2, 2015 has notified SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”) to come into force with effect from the 90<sup>th</sup> day from the date of publication in the Official Gazette (i.e. effective from December 1, 2015) and repealed the Listing Agreement entered into by the Companies with the Stock Exchanges.

As per Regulation 30 of the Listing Regulations, the Board of Directors of Inland Printers Limited (the “**Company**”) has adopted the following policy with the objective of determining materiality of event based on criteria specified in the Listing Regulations.

### PURPOSE:

This Policy is intended to circulate and disseminate such event (s) or information(s) which in the view of the Board of Directors and the SEBI as defined hereinafter, is material for the purpose of protecting and safeguarding the interest of the Company and its stakeholders, by putting all of them on the same footing and to prevent insider trading, thereby enabling and promoting greater transparency. It is essential that timely, adequate and accurate disclosure of information is made on an ongoing basis to enable the stakeholders or investors to make well-informed investment decisions. It is also important that there is uniformity in disclosures to ensure compliance in letter and spirit.

### DEFINITIONS:

“**Authorised Person**” means any person duly authorised by the Board of Directors.

“**Board of Directors**” means the Board of Directors of Inland Printers Limited, as constituted from time to time.

“**Company**” means Inland Printers Limited.

“**Listing Regulations**” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2018 as amended from time to time.

“**Policy**” means this Policy for Determination of Material Events and Archival of Disclosures

“**Regulator**” means the Securities and Exchange Board of India.

All other words and expressions used but not defined in this Policy, but defined in the Securities and Exchange Board of India Act, 1992, Companies Act 2013, the Securities Contracts (Regulation) Act 1956, Listing Regulations, 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(s) or re-enactment(s) thereto, as the case may be.

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### **POLICY:**

As per Regulation 30 of the Listing Regulations, the Company shall disclose the following events or information, which in the opinion of the Board of Directors or the Authorised Person in this regard as material including such events or information as stated herein below and laid down under Para A of Part A of Schedule III of the Listing Regulations.

The Board of Directors shall disclose all the above event(s) or information to the Stock Exchange(s) as soon as reasonably possible but not later than 24 hours from the occurrence of such event. In the event the Company fails to make a disclosure within the prescribed period, the Company shall also provide an explanation for such delay.

\*The information/ event listed shall be disclosed within 30 minutes of the closure of the meeting held to consider the aforesaid events.

The Company shall disclose the following event(s) or information, as stated herein below and laid down under Para B of Part A of Schedule III of the Listing Regulations, which in the opinion of the Board of Directors are material. The Board of Directors shall consider following criteria, as laid down under Regulation 30 (4) of the Listing Regulations, while determining materiality of events or information.

- a. the omission of the event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- b. the omission of the event or information is likely to result in significant market reaction if the said omission came to light at a later date;
- c. In case where the criteria specified in sub-clauses a and b are not applicable, an event/information may be treated as being material, if in the opinion of the Board of Directors of the Company, the event / information is considered material.

The above thresholds shall be determined on the basis of the last annual audited consolidated financial statements of the Company.

### **PARAMETERS FOR DETERMINATION OF MATERIALITY:**

The Board of Directors shall consider the following parameters for determination of materiality of an event or information:

- Credit worthiness;
- Volume and scope of operations;
- Revenue;
- Cash flow position;
- Workers agitation including cases of strikes, lock outs, etc;
- Factors affecting the market price(s) or the volume of securities traded as may be listed on the Stock Exchange(s);
- Such other parameters likely to affect the Goodwill of the Company.

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### **OCCURRENCE/ TIMING OF AN EVENT/ INFORMATION:**

For making timely disclosure, following rules shall be followed:

In certain instances, occurrence of event/ information would depend upon the stage of discussion, negotiation or approval and in other instances where there is no such discussion; negotiation or approval required viz. in case of natural calamities, disruptions etc., occurrence of event in such event would depend upon the timing when the Company became aware of the event/information.

In the former, the events/ information (based on the facts and circumstances), can probably be said to have occurred upon receipt of approval of the Board of Directors.

In the latter, the events/ information can be said to have occurred when the Company becomes aware of the events/ information, or as soon as, the Authorised Person of the Company has, or ought to have reasonably come into possession of the information in the course of the performance of his duties.

The Company shall provide requisite details while disclosing event(s) /information given in (A) & (B) above, as prescribed under the Listing Regulations and any circulars, guidelines etc. issued by the SEBI from time to time.

The Company shall, with respect to disclosures referred to under the Listing Regulations, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.

The Company shall also disclose all events or information with respect to subsidiaries, which are material for the Company as defined under the Listing Regulations.

In case where an event occurs or an information has not been indicated in Para A or B of Part A of the Schedule III of the Listing Regulation, but which may have material effect on it, the Company shall make adequate disclosures in regard thereof as soon as it becomes practicable.

The Company shall disclose on its website all such events or information which has been disclosed to the Stock Exchange(s) and such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the below mentioned archival policy of the Company, as disclosed on its website.

The Company shall provide specific and adequate reply to all queries raised by the Stock Exchanges with respect to any events or information.

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### **AUTHORITY AND RESPONSIBILITY:**

In order to ensure that the Company complies with the disclosure obligations under Regulation 30 of the Listing Regulations, the Board of Directors has authorized Company Secretary of the Company to determine materiality of an event or information in consultation with Chairman, Managing Director or Chief Financial Officer of the Company and accordingly make appropriate disclosures to the Stock Exchanges under the Listing Regulations. The Company Secretary is empowered to seek appropriate counsel or guidance, as and when necessary, from other internal or external stakeholders as he may deem fit.

The list of events may be updated from time to time by the Authorised Person as amended by the Listing Regulations.

### **THE CONTACT DETAILS OF THE AUTHORISED PERSON ARE AS FOLLOWS:**

Name	: Bhumi Mistry
Designation	: Company Secretary
Contact numbers	: +91 9987773105
Email Id	: <a href="mailto:inlandprintersltd@gmail.com">inlandprintersltd@gmail.com</a>

### **ARCHIVAL OF DISCLOSURES:**

In accordance with the provisions of the Listing Regulations, the Company shall ensure that all the event(s)/ information which have been disclosed to the Stock Exchange(s) under the Regulation 30 shall be hosted on the Company's website for a period of 5 years from the date of hosting. Depending upon the nature, materiality, impact continuity and relevance of the material events, the disclosure of such material event(s)/ information can continue to remain hosted on the Company's website for a longer period of time, as decided by the Authorised Person in consultation with the Chairman, Managing Director, or Chief Financial Officer of the Company, from time to time and thereafter.

The disclosures made to the Stock Exchange(s) shall be provided by Company Secretarial Department to the concerned person for prompt uploading on the website of the Company ([www.inlandprinters.in](http://www.inlandprinters.in)) and would be hosted on the website as aforesaid. Thereafter, the information would be archived under the heading "Past Disclosures" and would be retained on the website for a further period of three years or such further period as may be decided by the Authorised Person.

### **DISCLOSURE:**

This Policy as approved by the Board of Directors has been communicated to all the concerned employees/ persons of the Company and is placed on the website of the Company [www.inlandprinters.in](http://www.inlandprinters.in).

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

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In case there are any regulatory changes requiring amendment to this Policy, the Policy shall be reviewed and amended with the necessary approval of the Chairman, Managing Director of the Company and the updated version of the Policy be issued and published without any requirement for approval from the Audit Committee or the Board of Directors. However, the amended regulatory requirements will supersede the Policy, till the time the Policy is suitably amended. Any subsequent amendment/ modification in the Listing Regulations or the Companies Act, 2013 or any other applicable laws, direction or clarification by SEBI, provision of this Policy shall be read and implemented in context of such amended/ modified or clarified positions.

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