ALDE MEDI IMPEX LIMITED

POLICY ON DETERMINATION OF MATERIALITY OF EVENTS/ INFORMATION (Materiality Policy)

Under Regulation 30(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

POLICY ON DETERMINATION OF MATERIALITY OF EVENTS/ INFORMATION
(Materiality Policy)

1. PREAMBLE

Regulation 30(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates every listed entity shall frame a policy for determination of materiality of events/ information, duly approved by its board of directors. This policy is required to be disclosed on the website of the company.

Alde Medi Impex Limited is committed to being open and transparent with all stakeholders and believes in disseminating information in a fair and timely manner. This Policy for Determination and Reporting of Materiality of Events or Information is aimed at providing guidelines to the management of Company, to determine the materiality of events or information, which could affect investment decisions and to ensure timely and adequate dissemination of information to the Stock Exchange.

2. OBJECTIVE AND SCOPE

The objective of this Policy is to determine materiality of events or information of the Company and to ensure that such event(s) or information is adequately disseminated in accordance with provisions of these Regulations and to provide an overall governance framework for such determination of materiality. The aim of this Policy is to serve as a guiding charter to the management of the Company to ensure that timely and adequate disclosure of events or information that are material in nature and could affect investment decisions, is made to the investor community timely and appropriately as mandated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The events specified in this Policy, shall be required to be also disclosed and disseminated for the material unlisted subsidiary(ies) of the Company.

3. DEFINITIONS

1. **"Board of Directors"** or **"the Board"** means the Board of Directors of Alde Medi Impex Limited, as constituted from time to time.
2. **"Company"** means Alde Medi Impex limited.
3. **"Policy"** means Policy for Reporting and Determination of Material Events.
4. **"Material Events"** means events specified in Schedule III to SEBI(LODR) Regulations 2015, upon the occurrence of which a listed entity shall make disclosures to the stock exchange(s) and post such disclosures on the website of the listed entity.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable law or regulation to the extent applicable to the Company.

4. PROCEDURE TO DETERMINE MATERIALITY OF EVENTS OF INFORMATION

I. Events or information which are deemed to be material events

The Company shall, disclose all such deemed events pertaining to itself and/or its material subsidiary(ies), which are specified in Para A of Part A of Schedule III of the Listing Regulations (as may be applicable / amended from time to time). Notwithstanding anything contained in this Policy, the Company shall at all times be required to disclose all such events as are specified under sub-regulation (2) of Regulation 30 of the Listing Regulations, as amended from time to time.

II. Events or information which are dependent on application of guidelines for materiality

The Company shall disclose all such events pertaining to itself and/or its material subsidiary(ies), which are specified in Para B of Part A of Schedule III of the Listing Regulations, as amended from time to time pursuant to this Policy which are determined by application of guidelines for materiality:

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.
c) the omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:
    1. two percent (2%) of turnover, as per the last audited consolidated financial statements of the listed entity.
    2. two percent (2%) of net worth, as per the last audited consolidated financial statements of the listed entity, except in case the arithmetic value of the net worth is negative.
    3. five percent (5%) of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the listed entity

III. Any other information or event which is to be disclosed by the Company.

Events of the Company to which neither Para A nor B of Schedule III apply, should be disclosed if such events are considered material by the Company. For the purpose of assessing whether a particular transaction or the amounts involved in that transaction are "material" the following information will also be considered, although the list is not exhaustive:

- Whether the event/information where the value involved or the impact exceeds Ten percent (10%) of the consolidated total revenue or Twenty percent (20%) of the consolidated net worth, whichever is lower based on audited consolidated financials of the Company for the immediately preceding financial year shall be considered as material event or information.
- Whether a related party is involved in the transaction.
- Whether the transaction is in the ordinary course of business.

Further, in case an event or information is required to be disclosed by the listed entity in terms of the provisions of this regulation, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the listed entity shall disclose such communication, along with the event or information, unless disclosure of such

communication is prohibited by such authority

5. AUTHORITY FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION

The board of directors of the Company shall authorize one or more Key Managerial Personnel of the Company consisting of the Managing Director & CEO/ Whole-time Director(s), Chief Financial Officer and Company Secretary ("Authorized Persons") jointly and severally authorized for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s), subject to such information being placed prior to or at the next Board Meeting held after the said information being made public. Further, the contact details of such personnel shall be also disclosed to the stock exchange(s) and as well as on the Company's website.

6. DISCLOSURE

The Authorized Person shall observe the following for proper and timely disclosure to the Stock Exchange of any material events/ information as defined hereon:

I. For determining materiality of any event/transaction, reference is to be made to this Policy and the Listing Regulations as amended from time to time.

II. The listed entity shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case not later than the following:

(i) 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) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;

(iii) twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity.

Provided that disclosure with respect to events for which timelines have been specified in Part A of Schedule III shall be made within such timelines:
Provided further that in case the disclosure is made after the timelines specified under this regulation, the listed entity shall, along with such disclosure provide the explanation for the delay."

III. All the disclosures made to the Stock Exchange under this Policy shall also be disclosed on the Website of the Company and the same shall be hosted for a minimum period of five years and thereafter as per the archival policy or as amended from time to time.

IV. The Company shall also disclose all the events or information with respect to its Subsidiaries which are material for the Company.

7. AMENDMENTS AND LIMITATIONS

This Policy is framed based on the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as notified on September 2, 2015. In case of any subsequent

amendments to the Regulations which makes any of the provisions in the Policy inconsistent, the provisions of the Regulations shall prevail.

The Policy shall be reviewed by the Audit Committee and on recommendations shall be modified by the Board so as to align the same with the amendments or to incorporate the changes as may be felt appropriate by the Audit Committee.

Any or all provisions of this policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications, etc. on the subject as may be issued by relevant Stock Exchange /SEBI, from time to time with the approval of the Board of Directors.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions hereunder and this policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.

8. DISSEMINATION OF POLICY

This Policy shall be hosted on the website of the Company for such minimum period as mandated by the provisions of Listing Regulations and thereafter as per the archival policy of the Company.

9. EFFECTIVE DATE

Provisions of the regulations under this policy shall be applicable to the company from the date when the securities of the company are listed on Stock Exchange.