



# ASIAN TEA & EXPORTS LTD.

---

CIN No. L24219WB1987PLC041876

Sikkim Commerce House, 4/1, Middleton Street, Kolkata – 700 071

Tel: +91 33 2287 9732 / 7334, 4006 3601

Email: [info@asianteaexports.com](mailto:info@asianteaexports.com), Website: [www.asianteaexports.com](http://www.asianteaexports.com)

## POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS/ INFORMATION

### PREAMBLE:

1. This Policy shall be called “**Policy for Determination of Materiality of Events/ Information**” (hereinafter referred to as “the Policy”) of Asian Tea & Exports Ltd. (hereinafter referred to as “ASIANTEA”).
2. Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘Regulations’) requires the listed entity to frame a policy for determination of materiality, based on criteria specified in this sub-regulation, duly approved by its Board of Directors, which shall be disclosed on its website.
3. Further, Regulation 30(5) of the Regulations inter-alia stipulate that the Board of Directors of the listed entity shall authorize one or more Key Managerial Personnel for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) under this regulation.
4. Accordingly, Asian Tea & Exports Ltd herein sets out a Policy for determination of materiality of events and information and disclosure thereof.

### B. OBJECTIVES OF THE POLICY:

The objective of this policy is to ensure continuous, adequate, accurate and timely disclosure of information by Asian Tea & Exports Ltd to the Stock Exchanges on an ongoing basis.

1. Every listed entity is required to make disclosures of any events or information:
  - a. Which, in the opinion of the Board of Directors of the listed company, is material.
  - b. Specified in Schedule III , Part A, Para A of the Regulations which are deemed to be material events and a listed entity is required to make disclosure of such events without any application of materiality principles.
  - c. Specified in Schedule III , Part A, Para B of Schedule III, of the Regulations based on application of the guidelines for materiality.
  - 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



# ASIAN TEA & EXPORTS LTD.

---

CIN No. L24219WB1987PLC041876

Sikkim Commerce House, 4/1, Middleton Street, Kolkata – 700 071

Tel: +91 33 2287 9732 / 7334, 4006 3601

Email: [info@asianteaexports.com](mailto:info@asianteaexports.com), Website: [www.asianteaexports.com](http://www.asianteaexports.com)

the holders of securities of the listed\ entity to appraise its position and to avoid the establishment of a false market in such securities.

## **POLICY**

### **C. DETERMINATION OF MATERIALITY**

1. Materiality has to be determined on a case to case basis depending on specific facts\ and circumstances relating to the information/event. In order to determine whether

a particular event/information is material in nature, the Company shall follow the criteria as enumerated hereunder for determination of materiality of events/ information falling under Clause D.1 (a. to l. below):

(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 which 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) above 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.

2. For evaluation of any event/information not covered in Clause D.1 (a to l) as mentioned below, the following quantitative criteria can be applied for evaluation of materiality:

#### **Quantitative Criteria:**

Materiality shall become applicable to an event/ information where the value involved or the impact exceeds 10% of the total revenue or exceeds 20% of the net worth (lower threshold shall be taken as a trigger). The above threshold shall be determined on the basis of audited consolidated financial statements of last audited financial year.

### **D. CLASSIFICATION OF MATERIAL EVENTS/INFORMATION**

**1. The following illustrative list of event/s, as stated under Schedule III, Para B of Part**

**A of the Regulations, shall be disclosed to the Stock Exchanges on application of the guidelines for materiality in this policy.**

a) Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.



# ASIAN TEA & EXPORTS LTD.

---

CIN No. L24219WB1987PLC041876

Sikkim Commerce House, 4/1, Middleton Street, Kolkata – 700 071

Tel: +91 33 2287 9732 / 7334, 4006 3601

Email: [info@asianteaexports.com](mailto:info@asianteaexports.com), Website: [www.asianteaexports.com](http://www.asianteaexports.com)

- b) Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
- c) Capacity addition or product launch.
- d) Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
- e) Agreements (viz. loan agreement(s) (as a borrower) 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.
- f) 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.
- g) Effect(s) arising out of change in the regulatory framework applicable to the listed entity
- h) Litigation(s) / dispute(s) / regulatory action(s) with impact.
- i) Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
- j) Options to purchase securities including any ESOP/ESPS Scheme.
- k) Giving of guarantees or indemnity or becoming a surety for any third party.
- l) Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

## **2. The following event/information shall be necessarily disclosed to the Stock**

### **Exchanges without any application of the guidelines for materiality.**

a

Explanation.- For the purpose of this sub-para, the word '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 directly or indirectly, such that –



# ASIAN TEA & EXPORTS LTD.

---

CIN No. L24219WB1987PLC041876

Sikkim Commerce House, 4/1, Middleton Street, Kolkata - 700 071

Tel: +91 33 2287 9732 / 7334, 4006 3601

Email: [info@asianteaexports.com](mailto:info@asianteaexports.com), Website: [www.asianteaexports.com](http://www.asianteaexports.com)

(A) the listed entity holds shares or voting rights aggregating to five 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 para and such change exceeds two per cent of the total shareholding or voting rights in the said company.

b) 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.

c) Revision in Rating(s).

d) Outcome of Meetings of the Board of Directors: The listed entity shall disclose to the Exchange(s), within 30 minutes of the closure of the 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 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 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 to subscribe to;

vii) short particulars of any other alterations of capital, including calls;

viii) financial results;

ix) decision on voluntary delisting by the listed entity from stock exchange(s).

e) 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.

f) Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.



# ASIAN TEA & EXPORTS LTD.

---

CIN No. L24219WB1987PLC041876

Sikkim Commerce House, 4/1, Middleton Street, Kolkata - 700 071

Tel: +91 33 2287 9732 / 7334, 4006 3601

Email: [info@asianteaexports.com](mailto:info@asianteaexports.com), Website: [www.asianteaexports.com](http://www.asianteaexports.com)

g) Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and

Compliance Officer.

h) 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.

i) Resignation of auditor 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: