POLICY ON DETERMINATION AND DISCLOSURE OF MATERIALITY OF EVENTS OR INFORMATION AND WEB ARCHIVAL POLICY

Version	Approved by Board	Effective from
V1	11.02.2016	01.12.2015
V1.1	11.08.2023	14.07.2023

1. INTRODUCTION

Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Regulations') requires every listed entity to frame a policy for determination of materiality of events and information that requires appropriate disclosure to the stock exchange. Further such disclosures are required to be hosted on the website of the listed entity for a minimum period of 5 years and thereafter as per its Archival Policy.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that came into effect from 1st December,2015, the Board of Directors had approved the "Policy on Determination and Disclosure of Materiality of Events or Information and Web Archival Policy". This Policy has been updated based on the amendments made to Regulation 30 and Schedule III of the LODR Regulations, by way of the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023 ("**LODR Amendments**") and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023 ("**SEBI Disclosure Circular**").

Accordingly, Uni Abex Alloy Products Limited ('UAL' or the 'Company') herein sets out a Policy for determination of materiality of events or information and disclosure thereof and Web Archival Policy (hereinafter referred to the 'Policy'). The Policy has been effective and applicable from 1st December, 2015 and the amended Policy shall be applicable and effective from 14th July, 2023.

2. DEFINITIONS

(a) "**Act**" means the Companies Act, 2013 and the rules framed thereunder, as amended from time to time.

(b) "**Board of Directors**" or "**Board**") means the Board of Directors of Uni Abex Alloy Products Limited.

(c) "**Company**" means Uni Abex Alloy Products Limited.

(d) "**Key Managerial Personnel**" means key managerial personnel as defined under sub-section (51) of section 2 of the Companies Act, 2013.

(e) "**LODR Regulations**" means the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(f) "**Net Worth**" shall have the meaning assigned to it in Section 2(57) of the Act;

(g)"**Promoter" and "Promoter Group**" shall have the same meaning as assigned to them respectively in clauses (oo) and (pp) of Regulation 2(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

(h) “**Turnover**” shall have the meaning assigned to it in Section 2(91) of the Act;

All other words and expressions used but not defined in this Policy, shall have the same meaning as assigned to it under the LODR Regulations, the Act, the SEBI Act, 1992 (“**SEBI Act**”) and the Securities Contracts (Regulation) Act, 1956 (“**SCRA**”).

3. DISCLOSURE OF EVENTS

a) Events which are deemed to be material events:

The Company shall disclose all such events which are specified in Para A of Part A of Schedule III of the LODR Regulations (as applicable from time to time) (“**Para A Events**”) without any application of the guidelines for materiality as specified in sub-regulation (2) of Regulation 30 of the LODR Regulations. Details to be provided to the Stock Exchanges while disclosing Para A Events shall be in compliance with the requirements of the SEBI Disclosure Circular.

b) Events which are dependent on application of guidelines for materiality:

The Company shall disclose all such material events or information pertaining to itself or to its subsidiary(ies), specified in Para B of Part A of Schedule III of the LODR Regulations (“**Para B Events**”) subject to application of guidelines for materiality, as set out under the LODR Regulations.

4. GUIDELINES FOR ASSESSING MATERIALITY

Materiality will be determined on a case to case basis depending on the facts and the circumstances pertaining to the event or information.

The following criteria will be applicable for determining materiality of event or information:
a. The omission of an event or information which is likely to:

i. result in a discontinuity or alteration of an event or information already available publicly; or
ii. result in significant market reaction if the said omission came to light at a later date;

b. The omission of an event or information, whose value or the expected impact in terms of value exceeds the lower of the following:

i. two percent (2%) of turnover, as per the last audited consolidated financial statements of the Company; or
ii. two percent (2%) of net worth, except in case of the arithmetic value of the networth is negative, as per the last audited consolidated financial statements of the Company;
iii. 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 Company

Accordingly, any transactions exceeding the lower of i, ii or iii above, with an annual impact in value, will be considered for the above purposes.

c. In the opinion of the Board of Directors of the Company, the event / information ought to be disclosed.

5. GUIDELINES ON TIMING OF OCCURRENCE OF AN EVENT OR INFORMATION

The occurrence of material events/information could be either emanating from within or outside the listed entity by the Company's own accord or for reasons not in the hands of the Company. It can be categorized as under:

(a) depends upon the stage of discussion, negotiation or approval; and

(b) in case of natural calamities disrupting operations etc., it would depend upon the timing when the company became aware of the event/information.

In respect of the events under 5(a), the events/information can be said to have occurred upon receipt of approval of the Board of Directors.

However, considering the price sensitivity involved, for certain events eg. decision on declaration of dividends etc., disclosure shall be made on receipt of approval of the event by the Board of Directors, pending Shareholder's approval. Approvals other than final approvals, such as in-principle approvals, exploratory approvals etc. will not require disclosure under this Code.

In respect of the events under 5(b), the events/information can be said to have occurred when the Company becomes aware of the events/information, or as soon as, an officer 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 term 'officer' shall have the same meaning as defined under the Companies Act, 2013 and shall also include Promoter of the Company.

6. OBLIGATION OF INTERNAL STAKEHOLDER AND KMPS FOR DISCLOSURE

(i) Any event or information, including the information specified in Para A and Para B of Part A of Schedule III of the SEBI Listing Regulations shall be forthwith informed to the KMP(s) upon occurrence, with adequate supporting data/information, to facilitate a prompt and appropriate disclosure to the stock exchanges.

(ii) The KMP(s) will then ascertain the materiality of such event(s) or information based on the above guidelines.

(iii) On completion of the assessment, the KMP(s) shall, if required, make appropriate disclosure(s) to the stock exchanges.

7. WEBSITE DISCLOSURES AND ARCHIVAL

The event / information disclosed to the stock exchange under this Policy shall also be placed on the website of the Company for a minimum period of five years or for such other period, if the period prescribed shall be more than five years by the aforesaid Regulations and /or the Securities Laws as defined in the aforesaid Regulations.

After completion of the minimum period of five years or such other period as prescribed by the Regulations and/or Securities Laws the events or information shall be archived by the Company for a further period of two years. Thereafter such events or information may ceased to be displayed on the website of the Company.

8. AMENDMENT

Material changes to the Policy will need the approval of the Board of Directors. Any subsequent amendment / modification in the Listing Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.

9. DISSEMINATION

As required under SEBI (LODR) Regulations, 2015, the Policy shall be disclosed on the website of the Company.

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