



## **BEDMUTHA INDUSTRIES LIMITED**



## **POLICY ON DETERMINATION OF MATERIALITY OF EVENTS**



## POLICY ON DETERMINATION OF MATERIALITY OF EVENTS

### {Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

#### 1. Preamble

The Board of Directors (the “Board”) of Bedmutha Industries Limited (the “Company”), has adopted the following policy and procedures with regard to determination of materiality of events. The Board will constantly review, and if found essential, may amend this policy from time to time.

#### 2. Objective

The Objective of the policy is to ensure timely and adequate disclosure of material events under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”).

#### 3. Scope

- i. The Company shall mandatorily disclose the events as specified in Para A of Part A of Schedule III of the Listing Regulations, without applying any test of materiality, the same have been enclosed as **Annexure I** for reference.
- ii. The listed entity shall make disclosure of events specified in Para B of Part A of Schedule III, based on **application of the guidelines for materiality**, as specified below:

##### I. Quantitative Criteria

In respect of events / information stated in Table A, the Authorized Officer (s) shall consider the following criteria for determination of materiality of events/information:

- a. the omission of an event or information, which is likely to **result in discontinuity or alteration of event or information already available in public domain**; 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 (two) percent of **turnover**, as per the last audited consolidated financial statements of the Company;



- ii. 2 (two) percent 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 (five) percent 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) above is not applicable, an event or information may be treated as being material if in the opinion of the board of directors of the listed entity, the event or information is considered material.

## II. Qualitative Criteria:

In addition to above quantitative criteria the following Qualitative factors shall also be considered for determination of materiality of event/ information:

- a. Any event/ information which directly or indirectly may materially affect the reputation of the Company; or
- b. Any event/ information, which if not disclosed promptly may lead to creation of false market in the securities of the Company; or
- c. Whether the event/ information is in the normal course of business or not; or
- d. Whether the event/ information represents a significant shift in strategy; or
- e. Any other factor which is pertinent in the opinion of Authorized Officer(s) of the Company.

## III. TABLE A

Following parameters alongwith SEBI LODR Regulations alongwith SEBI Master Circular for determination of materiality to be applied for the Company and its subsidiaries:

Event or information related to	Events / Information enlisted in	Parameters to be applied for determining materiality
Bedmutha Industries Limited	Para A of Schedule III (Annexure I)	Deemed material*
Bedmutha Industries Limited	Para B of Schedule III (Annexure II)	Factors prescribed in Clause II.
Bedmutha Industries Limited	Items other than Para A & Para B	Factors prescribed in Clause II (C) and D and Clause III.
Subsidiary of Bedmutha Industries Limited	Para A of Schedule III (Annexure I)	Factors prescribed in Clause II and Clause III.
Subsidiary of Bedmutha Industries Limited	Para B of Schedule III (Annexure II)	Factors prescribed in Clause II c.



1. The Company shall also disclose all such events/information with respect to subsidiaries, if any, which are considered material for the Company.
2. The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information.
3. The Company may on its own initiative also, confirm or deny any reported event/information to stock exchange(s).

#### **4. Timelines for Disclosure of Material Event or Information**

1. An event or information, required to be disclosed in terms of this policy, or in terms of Regulation 30 of the Listing Regulations, shall be disclosed, 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;\* or
  - ii. 12 (twelve) hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity; or
  - 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 listed entity.

\*In terms of the SEBI Circular dated December 12, 2024, if the meeting of the board of directors closes after normal trading hours but more than three hours before the beginning of the next normal trading hours, then the Company shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting:

Provided further that in case of board meetings being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of the meeting for the day on which it has been considered.

Without prejudice to the above, disclosure with respect to events for which timelines have been specified in Part A of Schedule III of the Listing Regulations, shall be made within such timelines.

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



Provided that if there is a claim against a Company under any litigation or dispute, other than tax litigation or dispute and if all the relevant information is maintained in the structured digital database of the Company in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the stock exchange(s) within seventy-two hours of receipt of the notice by the Company.

The Company shall disclose to the stock exchange(s) material updates on the events/ information disclosed under this Policy till such time that the event is resolved/ closed, with relevant explanations.

Without prejudice to the generality of provisions of this policy, the Company may make disclosures of any event / information as specified by the Board from time to time.

**5. Mechanism to be adopted for Identifying and reporting potential material event/information by relevant employees**

- i. During the course of performance of one's role, the relevant employee/(s) shall be responsible for identifying pertinent events/information as mentioned in Annexure I & II which has potential to be classified as material events/information as per the policy.

*Explanation: For the purpose of determination of material events / information, the value or expected impact in terms of value for each event or transaction shall be compared with the quantitative threshold as mentioned in Clause II C specified in this policy.*

- ii. Upon identification of potential material events/information, the relevant employee shall promptly report the details of such potential material events/information in the format as mentioned in Annexure III to the Authorized Officer(s).

**Mode of Communication:** The aforesaid details can be submitted to the authorized Officer(s) by the relevant employee using written communication methods such as emails, internal memos, or any other appropriate means.

The details so submitted shall be authentic and comprehensive to enable the Authorised Officer(s) to make informed decision / take appropriate actions. The relevant employees should exercise necessary diligence to ensure confidentiality of the details being submitted/so submitted to the Authorised Officer(s).



The relevant employees may approach the Authorised Officer(s) for seeking guidance /clarity to ensure effective implementation of this policy.

## **6. DISCLOSURE OF CERTAIN AGREEMENTS TO WHICH LISTED ENTITY IS NOT A PARTY**

All the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of Company, who are parties to the ***Specified Agreements***, shall inform the Company about the agreement to which Company is not a party, within two working days of entering into such agreements or signing an agreement to enter into such agreements, and the Company shall in turn disclose all such agreements to the Stock Exchanges and on its website.

### **Specified Agreements:**

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, including any rescission, amendment or alteration of such agreements, whether or not the Company is a party to such agreements:

Provided that such agreements entered into by Company in the normal course of business shall not be included in above definition, unless they, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company.

## **7. Disclosures on Website**

The Company shall disclose on its website all such events or information which has been disseminated to the Stock Exchanges under this Policy and such disclosures shall be hosted on the website of the Company for a minimum period of 2 (two) years and thereafter as per the archival process followed by the Company.

## **8. Guidance on when an event / information can be said to have occurred**

In certain instances, the occurrence of material 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., it would depend upon the timing when the company became aware of the event/information.

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 entity has, or ought to have reasonably come into possession of the information in the course of the performance of his duties.

Here, the term 'officer' shall have the same meaning as defined under the Companies Act, 2013 and shall also include promoter of the company.

#### **9. Authorization for disclosures**

Managing Director and Whole-Time Director, Chief Financial Officer & Company Secretary are jointly authorized to determine materiality of an event/information and to make disclosures to stock exchange(s). Contact details of such authorized personnel have been disclosed to the stock exchange(s) and also available on company's website.

#### **10. Posting of information on company's website**

All such events or information which has been disclosed to stock exchange(s) under this regulation, to be placed on the website of the company for a minimum period of two years and thereafter as per the archival policy of the company.

The Policy and the contact details of the persons authorized by the Board are also available on the website of the Company.



### Annexure -I

The below list of events as specified in Para A of Part A of Schedule III of the listing regulations, are **deemed to be material events** and disclosure of such events shall be made to the Stock exchanges as per the Listing regulations, 2015 and as amended from time to time.

Schedule III, Para 'A' of PART 'A'	Provision
1	<p>Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the company or any other restructuring.</p> <p><u>Explanation (1).- For the purpose of this sub-para, the word 'acquisition' shall mean,-</u></p> <p>(i)acquiring control, whether directly or indirectly; or,</p> <p>(ii)acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that –</p> <p>(a) the Company holds shares or voting rights aggregating to twenty five per cent or more of the shares or voting rights in the said company, or;</p> <p>(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 five per cent of the total shareholding or voting rights in the said company. or;</p> <p>(c) the cost of acquisition or the price at which the shares are acquired exceeds the threshold specified in sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30.</p> <p>Provided that acquisition of shares or voting rights aggregating to five percent or more of the shares or voting rights in an unlisted Company and any change in holding from the last disclosure made under this proviso exceeding two per cent of the total shareholding or voting rights in the said unlisted company shall be disclosed on a quarterly basis in the format as may be specified</p>





	<p>Explanation (2) - For the purpose of this sub-paragraph, “sale or disposal of subsidiary” and “sale of stake in associate company” shall include-</p> <p>(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</p> <p>(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 in sub-clause (c) of clause (i) of sub-regulation (4) of regulation 30.</p> <p>Explanation (3)- For the purpose of this sub-paragraph, “undertaking” and “substantially the whole of the undertaking” shall have the same meaning as given under section 180 of the Companies Act, 2013.]</p> <p><i>Explanation (4) - For the purpose of this sub-paragraph, “unit” would mean ‘Subsidiary or Joint Venture’ ‘division’ would mean operating segment as per Ind-AS.</i></p>
<b>2</b>	<p>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.</p>
<b>3</b>	<p><b>New Rating(s) or Revision in Rating(s)</b></p> <p><i>Explanation: For the purpose of this events\information, the details of any new rating or revision in rating assigned from a credit rating agency to any debt instrument of the listed entity or to any fixed deposit programme or to any scheme or proposal of the listed entity involving mobilization of funds whether in India or abroad.</i></p> <p><i>The above requirement to disclose rating shall also be applicable to the following:</i></p> <p><i>a) Revision in rating even if it was not requested for by the listed entity or the request was later withdrawn by the listed entity.</i></p> <p><i>b) Revision in rating outlook even without revision in rating score.</i></p> <p><i>c) ESG ratings by registered ESG Rating Providers</i></p>
<b>4</b>	<p>Outcome of Meetings of the board of directors: The company shall disclose to the Exchange(s), the outcome of meetings of the board of directors, held to consider</p>



	<p>the following; within 30 minutes of the closure of the meeting, held to consider :</p> <ol style="list-style-type: none"> <li>1. dividends - recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;</li> <li>2. any cancellation of dividend with reasons thereof;</li> <li>3. the decision on buyback of securities;</li> <li>4. the decision with respect to fund raising including by way of issue of securities (excluding security receipts, securitized debt instruments or money market instruments regulated by the Reserve Bank of India), through further public offer, rights issue, American Depository Receipts/ Global Depository Receipts/ Foreign Currency Convertible Bonds, qualified institutions placement, debt issue, preferential issue or any other method;</li> <li>5. increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;</li> <li>6. 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;</li> <li>7. short particulars of any other alterations of capital, including calls;</li> <li>8. financial results;</li> <li>9. decision on voluntary delisting by the company from stock exchange(s)</li> </ol>
<b>5</b>	<p>Agreements which are binding and not in normal course of business, revisions or amendments and terminations thereof (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)</p>
<b>5A</b>	<p>Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity 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 listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements:</p> <p>Provided that such agreements entered into by a listed entity in the normal course of business shall not be required to be disclosed unless they, either directly or</p>



	<p>indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or they are required to be disclosed in terms of any other provisions of these regulations.</p> <p>Explanation(1): For the purpose of this clause, the term “directly or indirectly” includes agreements creating obligation on the parties to such agreements to ensure that listed entity shall or shall not act in a particular manner.</p> <p>Explanation(2) - For the purpose of this sub-paragraph, Normal course of Business” shall mean all those transactions, events, and activities that satisfy the below attributes:</p> <ol style="list-style-type: none"> <li>The value of transaction or set of transactions that exceeds 10% of gross turnover as determined on the basis of audited the latest audited consolidated financial of the Company;</li> <li>Transactions that are in consonance with current business operations of the Company;</li> <li>The transactions are conducted on a frequent or recurring basis as a part of regular operations;</li> <li>The terms of the transactions are comparable to those that would be applicable to transactions or activities with other independent parties such that these transactions are conducted at arm's length</li> </ol> <p>Note (1): Giving guarantees, security, letter of credit or any other thing, by whatever name called, to any entity other than wholly owned subsidiary/Subsidiary/associate company would not be considered as a normal course of Business.</p> <p>Note (2): Entering into any non-compete arrangement which could disallow the listed entity to perform any business, would not be considered as normal course of business.</p>
<b>6</b>	<p>Fraud or defaults by a listed entity, its promoter, director, key managerial personnel, senior management or subsidiary or arrest of key managerial personnel, senior management, promoter or director of the listed entity, whether occurred within India or abroad:</p>



	<p>Explanation- Fraud by senior management, other than who is promoter, director or key managerial personnel, shall be required to be disclosed only if it is in relation to the listed entity</p> <p>Explanation- Default' shall mean non-payment of the interest or principal amount in full on the date when the debt has become due and payable.</p>
<b>7</b>	Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Senior Management, Auditor and Compliance Officer.
<b>7(A)</b>	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 Company to the stock exchanges as soon as possible but not later than twenty four hours of receipt of such reasons from the auditor.
<b>7(B)</b>	<p>Resignation of auditor including reasons for resignation: In case of resignation of an independent director of the Company, within seven days from the date of resignation, the following disclosures shall be made to the stock exchanges by the listed entity :</p> <ul style="list-style-type: none"> <li>a) The letter of resignation along with detailed reasons for the resignation as given by the said director</li> <li>b) The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.</li> <li>c) The confirmation as provided by the independent director above shall also be disclosed by the listed entities to the stock exchanges along with the disclosures as specified in sub-clause a and b above.</li> </ul>
<b>7 (C)</b>	In case of resignation of key managerial personnel, senior management, Compliance Officer or director other than an independent director; 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 listed entities within seven days from the date that such resignation comes into effect.
<b>7(D)</b>	In case the Managing Director or Chief Executive Officer of the listed entity was indisposed or unavailable to fulfil 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 exchange(s).
<b>8</b>	Appointment or discontinuation of share transfer agent
<b>9</b>	<p>Resolution plan/ Restructuring in relation to loans/borrowings from banks/financial institutions including the following details:</p> <ul style="list-style-type: none"> <li>i. Decision to initiate resolution of loans/borrowings;</li> <li>ii. Signing of Inter-Creditors Agreement (ICA) by lenders;</li> <li>iii. Finalization of Resolution Plan;</li> <li>iv. Implementation of Resolution Plan;</li> <li>v. Salient features, not involving commercial secrets, of the resolution/ restructuring plan as decided by lenders.].</li> </ul>
<b>10</b>	One time settlement with a bank
<b>11</b>	winding-up petition filed by any party / creditors
<b>12</b>	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
<b>13</b>	Proceedings of Annual and Extraordinary general meetings of the company
<b>14</b>	Amendments to memorandum and articles of association of listed entity, in brief
<b>15</b>	<ul style="list-style-type: none"> <li>i. Schedule of Analyst or institutional investor meet [at least two working days in advance (excluding the date of the intimation and the date of the meet)]</li> <li>ii. Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls shall be disclosed to the recognized stock exchanges prior to beginning of such events.</li> </ul> <p>Explanation I: For the purpose of this clause “meet” shall mean group meetings or group conference calls conducted physically or through digital means.</p> <p>Explanation II- Disclosure of names in the schedule of analysts or institutional investors meet shall be optional for the listed entity.”</p> <p>Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means, in the following manner:</p> <ul style="list-style-type: none"> <li>(i) The audio recordings shall be promptly made available on the website and in any case, before the next trading day or within twenty-four hours</li> </ul>



	<p>from the conclusion of such calls, whichever is earlier;</p> <p>(ii) the video recordings, if any, shall be made available on the website within forty-eight hours from the conclusion of such calls;</p> <p>(iii) the transcripts of such calls shall be made available on the website along with simultaneous submission to recognized stock exchanges within five working days of the conclusion of such calls</p>
<b>16</b>	Events in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code
<b>17</b>	Initiation of Forensic audit
<b>18</b>	<p>Announcement or communication through social media intermediaries or mainstream media by directors, promoters, key managerial personnel or senior management of a listed entity, in relation to any event or information which is material for the listed entity in terms of regulation 30 of these regulations and is not already made available in the public domain by the listed entity. Explanation – “social media intermediaries” shall have the same meaning as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021.</p> <p>Explanation – For the purpose of this sub-paragraph, forensic audit refers to the audits, by whatever name called, which are initiated with the objective of detecting any mis-statement in financial statements, mis-appropriation, siphoning or diversion of funds and does not include audit of matters such as product quality control practices, manufacturing practices, recruitment practices, supply chain process including procurement or other similar matters that would not require any revision to the financial statements disclosed by the listed entity.</p>
<b>19</b>	<p>Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, in respect of the following:</p> <p>(a) search or seizure; or</p> <p>(b) re-opening of accounts under section 130 of the Companies Act, 2013; or</p> <p>(c) investigation under the provisions of Chapter XIV of the Companies Act, 2013; along with the following details pertaining to the actions(s) initiated, taken or orders passed:</p> <p>i. name of the authority;</p> <p>ii. nature and details of the action(s) taken, initiated or order(s) passed;</p>



	<ul style="list-style-type: none"> <li>iii. date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;</li> <li>iv. details of the violation(s)/contravention(s) committed or alleged to be committed;</li> <li>v. impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.</li> </ul>
<b>20</b>	<p>Action(s) taken or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, in respect of the following:</p> <ul style="list-style-type: none"> <li>(a) suspension;</li> <li>(b) imposition of fine or penalty;</li> <li>(c) settlement of proceedings;</li> <li>(d) debarment;</li> <li>(e) disqualification;</li> <li>(f) closure of operations;</li> <li>(g) sanctions imposed;</li> <li>(h) warning or caution; or</li> <li>(i) any other similar action(s) by whatever name called;</li> </ul> <p>along with the following details pertaining to the actions(s), taken or orders passed:</p> <ul style="list-style-type: none"> <li>i. name of the authority;</li> <li>ii. nature and details of the action(s) taken, or order(s) passed;</li> <li>iii. date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;</li> <li>iv. details of the violation(s)/contravention(s) committed or alleged to be committed;</li> <li>v. impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.</li> </ul> <p>Explanation – Imposition of fine or penalty shall be disclosed in the following manner along with the details pertaining to the action(s) taken or orders passed as mentioned in the sub-paragraph</p> <ul style="list-style-type: none"> <li>1. disclosure of fine or penalty of rupees one lakh or more imposed by sectoral regulator or enforcement agency and fine or penalty of rupees ten lakhs or more imposed by other authority or judicial body shall be</li> </ul>



	<p>disclosed within twenty-four hours.</p> <p>2. disclosure of fine or penalty imposed which are lower than the monetary thresholds specified in the clause (i) above on a quarterly basis in the format as may be specified.”</p> <p>Note: Tax litigations or disputes, including demand notices, penalties, etc., shall be disclosed under sub-para 8 of Para B based on application of criteria for materiality.</p>
<b>21</b>	Voluntary revision of financial statements or the report of the board of directors of the listed entity under section 131 of the Companies Act, 2013.]





### Annexure -II

The below list of events as specified in **Para B of Part A of Schedule III** of listing regulations, as amended from time to time, to be disclosed to the stock exchanges based on application of the guidelines for materiality.

<b>Sr. No.</b>	<b>Para B Events</b>	<b>Comparable with individual threshold limit (Numerator to Denominator)*</b>
1	Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.	<b>Lower of the below:</b> a. Expected impact on turnover to 2% of consolidated turnover; or b. Expected impact on profit/ loss to 5% of average PAT
2	Any of the following events pertaining to the listed entity:	
	(a) arrangements for strategic, technical, manufacturing, or marketing tie-up; or	<b>Lower of the below:</b> a. Capital invested or to be invested for such tie-up to 2% of consolidated net worth; or b. Expected impact on turnover to 2% of consolidated turnover; or c. Expected impact on profit/ loss to 5% of average PAT
	(b) adoption of new line(s) of business; or	<b>Lower of the below:</b> a. Capital invested or to be invested for such tie-up to 2% of consolidated net worth; or b. Expected impact on turnover to 2% of consolidated turnover; or c. Expected impact on profit/ loss to 5% of average PAT
	(c) closure of operations of any unit, division or subsidiary (in entirety or in piecemeal)	<b>Lower of the below:</b> a. Expected impact on turnover to 2% of consolidated turnover; or b. Expected impact on profit/ loss to 5% of average PAT



3	Capacity addition or product launch.	<b>Capacity addition:</b> Lower of the below: a. Capital invested or to be invested to 2% of consolidated net worth; or b. Expected impact on turnover to 2% of consolidated turnover; or c. Expected impact on profit/ loss to 5% of average PAT <b>Product launch:</b> <b>Lower of the below:</b> a. Capital invested or to be invested for product launch to 2% of consolidated net worth; or b. Expected impact on turnover to 2% of consolidated turnover; or c. Expected impact on profit/ loss to 5% of average PAT
4	Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business	<b>Lower of the below:</b> a. Expected capital expenditure to 2% of consolidated net worth; or b. Expected impact on turnover to 2% of consolidated turnover; or c. Expected impact on profit/ loss to 5% of average PAT
5	Agreements (viz. loan agreement(s) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s)	<b>Lower of the below, as may be applicable:</b> a. Expected impact on balance sheet (increase in liability in terms of amount of loan) to 2% of consolidated net worth; or b. Expected impact on turnover to 2% of consolidated turnover; or c. Expected impact on profit/ loss to 5% of average PAT
6	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.	<b>Lower of the below:</b> a. Expected impact on turnover to 2% of consolidated turnover; or b. Expected impact on profit/ loss to 5% of average PAT



7	Effect(s) arising out of change in the regulatory framework applicable to the listed entity.	<b>Lower of the below:</b> a. Expected impact on turnover to 2% of consolidated turnover; or b. Expected impact on profit/ loss to 5% of average PAT
8	Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the listed entity	<b>Lower of the below:</b> a. Expected impact on turnover to 2% of consolidated turnover; or b. Expected impact on profit/ loss to 5% of average PAT
9	Frauds or defaults by employees of the listed entity which has or may have an impact on the listed entity	<b>Lower of the below:</b> a. Expected impact on turnover to 2% of consolidated turnover; or b. Expected impact on profit/ loss to 5% of average PAT
10	Options to purchase securities including any ESOP/ESPS Scheme	<b>Lower of the below:</b> a. Expected increase in capital to 2% of consolidated net worth; or b. Expected impact on profit/ loss to 5% of average PAT
11	Giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party	<b>Lower of the below:</b> a. Expected impact on balance sheet (increase in liability in terms of amount of guarantee, indemnity, surety, etc.) to 2% of consolidated net worth; or b. Expected impact on profit/ loss in case the guarantee / indemnity / surety is invoked to 5% PAT.
12	Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.	<b>Lower of the below:</b> a. Expected impact on turnover to 2% of consolidated turnover; or b. Expected impact on profit/ loss to 5% of average PAT
13	Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority	Threshold to be linked with Para A(20) - imposition of penalty.



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

**D.** Without prejudice to the generality of para (A), (B) and (C) above, the listed entity may make disclosures of event/information as specified by the Board from time to time.

**Notes\*:**

1. The above changes adopted as per the suggestion provided by Industry Standard Forum in consultation with SEBI on February 25, 2025 w.r.t. Industry Standard Note on Regulation 30 of LODR Regulations to facilitate uniform approach in complying with their obligations in respect of disclosures under Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) and circulars issued thereunder. The same has been adopted by the Board of Directors of the Company in its meeting held on May 23, 2025.
2. The above comparison of numerator to denominator for each event shall be applied basis on the assessment available with the Company, whether internal or external including any press release, transaction documents, insurance, board presentation, management review, etc., for determining such expected impact on turnover, capital expenditure, profits, etc.
3. Consolidated turnover, net worth and profit/loss shall be as per the last audited consolidated financial statements of the listed entity and the average PAT shall be average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company.



### Annexure III

#### Format for Submission of Information to Compliance Officer (to be filled by the Nodal Officer/Designated Person)

S. No.	Question	Remarks
1.	Name of the Department	
2.	Name and Designation of originator of Information	
3.	Details of events/Information	
4.	Analysis/working, if any. (For impact of such information on Company)	
5.	Source of Information	
6.	Calendar of Events/milestones (date wise)	
7.	Name of Persons with whom such information is shared along with PAN/other identifier detail in absence of PAN (internal/external)	

I, \_\_\_\_\_, hereby undertake that the aforementioned information provided by the undersigned is true and to the best of my knowledge. The information is provided in compliance with the Regulation 30 of the SEBI (Listed Obligations and disclosure requirements). The undersigned is being made aware that the above information will be kept strictly confidential and will not be shared except under the circumstances:

- a) Under any proceedings or pursuant to any order of courts or tribunals.
- b) For investigation, inquiry or request for information by statutory or governmental authorities or any other administrative body recognized by law; and
- c) In compliance with applicable laws, regulations, rules, and requirements.
- d) In order to fulfil his/her duties/obligations

\_\_\_\_\_  
Name and Signature:

Place:

Date:



#### **KMP Contact Details**

Mr. Vijay Kachardas Vedmutha- Managing Director

Mr. Ajay Kachardas Vedmutha – Managing Director and CFO

Mr. Madhvendra Pratap Singh – Company Secretary & Compliance Officer

#### **BEDMUTHA INDUSTRIES LIMITED**

**Registered Office: A-70/71/72, STICE, MUSALGAON**

**MIDC, SINNAR, DIST. NASHIK – 422 112**

Phone no: +91-2551-240481, 240320

E mail ID: cs@bedmutha.com

Website: www.bedmutha.com

#### **Note:**

1. *The Original Policy on the above topic was approved by the Board of Directors in their Meeting held on March 29, 2019*
2. *The above Policy was revised and approved by the Board of Directors in their Meeting held on May 26, 2022, February 12, 2025 and May 23, 2025.*

**BEDMUTHA INDUSTRIES LIMITED**

**CIN - L31200MH1990PLC057863**

**A-70/71/72, STICE, MUSALGAON MIDC, SINNAR,**

**DIST. NASHIK – 422 112.**

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