

**SANGHVI MOVERS LIMITED**

**POLICY FOR  
DETERMINATION OF  
MATERIALITY OF EVENTS OR  
INFORMATION FOR  
DISCLOSURE**

**APPROVAL DATE:  
FEBRUARY 5, 2016**

**A. Preamble:**

The Board of Directors of Sanghvi Movers Limited (the "Company") has adopted this policy (the, "Policy") for Determination of Materiality of Events or Information for Disclosure" (the 'Policy') for disclosure of material events or information to the stock exchanges, which is considered necessary from time to time, in accordance with, and to comply with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

This Policy shall be effective from 05<sup>th</sup> February 2016.

**B. Disclosure:**

Events/ information as mentioned in Schedule I, II & III of this policy shall be disclosed to the Stock Exchanges in manner specified therein.

<b>Schedule No.</b>	<b>Particulars</b>
Schedule I	Board Meeting/Committee Meeting outcomes to be disclosed without delay within 30 minutes of the conclusion of such meetings or within such other time as may be prescribed under Listing Regulations.
Schedule II	Events/ Information to be disclosed within 24 hours of information (irrespective of materiality)
Schedule III	Events/ Information to be disclosed within 24 hours of information, if it satisfies test of materiality.

**C. Competent Authority for determining the materiality of event/information or material development:**

The Chairman & Managing Director or the Executive Director & CFO are the Competent Authority to decide materiality of an event /information or development for the purpose of making disclosure to the Stock Exchange.

**D. Person responsible for disclosure**

The Chairman & Managing Director or the Executive Director & CFO are authorised persons for the purpose of determining materiality of an event or information and to make appropriate disclosure on a timely basis. The Authorised Persons are empowered to seek appropriate counsel or guidance, as and when necessary, from other internal or external advisor/agency as may deem fit.

**E. Hosting on Website:**

All the above disclosures will be hosted on the website of the Company for a minimum period of five years.

**F. Amendments:**

The Board of Directors shall alter, amend or modify the clauses of this Policy from time to time in line with the requirement of the SEBI Regulations, Guidelines or any other rules, regulations etc., as applicable.

## **Schedule I**

**Information to be disclosed to the Stock Exchanges within 30 minutes of the conclusion of the Board /Committee Meeting or such other time as may be prescribed under SEBI LODR Regulations:**

- i. Approval of Financial Results;
- ii. Recommendation\Declaration of Dividend;
- iii. Cancellation of dividend with reasons thereof;
- iv. The decision on buyback of securities;
- v. The decision with respect to fund raising proposed to be undertaken;
- vi. Increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares would be credited/ dispatched.

## **Schedule II**

### **Events/ Information to be disclosed within 24 hours of information (irrespective of materiality):**

- i. Approval of the Board for 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, if any;
- ii. Issuance 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;
- iii. Agreements (viz. shareholder agreement(s), joint venture agreement(s), 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;
- iv. Any fraud/ defaults;
- v. Change in Directors, Key Managerial Personnel (Managing Director, Executive Director & CFO, Company Secretary etc.), Statutory Auditors;
- vi. Appointment or discontinuation of share transfer agent;
- vii. Issuance of notices, resolutions and circulars sent to shareholders, or creditors or any class of them or advertised in the media by the Company;
- viii. Proceedings of annual and extraordinary general meetings of the Company;
- ix. Recommendation to the Board for Amendments to Memorandum and Articles of Association of Company, in brief, and;
- x. Schedule of analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors.

### **Schedule III**

#### **Events/Information to be disclosed within 24 hours of information, if it satisfies test of materiality:**

- i. Commissioning of any new unit;
- ii. 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);
- iii. Investment approval/ any major expansion plan in any project;
- iv. Award of contract and termination thereof or contract which are not in the normal course of business;
- v. Disruption of operations of any one or more units or division of the Company due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.;
- vi. Litigation(s) / dispute(s) / regulatory action(s) with impact, and;
- vii. Any fraud/defaults etc. by employees of Company.