

TONGANI TEA COMPANY LIMITED

CIN : L01132WB1893PLC000742

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

Statutory mandate & objective

Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “the Regulations”) requires every listed entity to frame a policy for determination of materiality of events or information that requires appropriate disclosure to the stock exchange(s).

Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “the Regulations”) requires that every listed entity shall promptly inform the stock exchange(s) of all information having bearing on the performance/operation of the listed entity, price sensitive information or any action that shall affect payment of interest or dividend or redemption of non-convertible securities.

The Policy for determination of Materiality of events or information (hereinafter referred to as “the policy”) for TONGANI TEA COMPANY LIMITED (hereinafter referred to as “the Company”) is hereby framed, setting forth the elementary aspects regarding disclosure practice to be followed by the Company.

Designated Authority for evaluating Events/Information as ‘material’

The Regulations provide that the Board of Directors of the Company shall authorize one or more Key Managerial Personnel (KMP) for the purpose of determining materiality of an event or information and for the purpose of making disclosure to the stock exchanges under the Regulations.

CEO, CFO and Company Secretary, jointly or severally, shall take a view on materiality of an event or information qualifying for disclosure under clause 30 of the Regulations, decide the appropriate time at which such disclosure is to be filed with Stock Exchange(s) and details that may be filed in the best interest of present and potential investors.

The above-mentioned KMPs are jointly or severally authorized for making disclosures of such material events or information, to the Stock Exchange(s).

The contact details of the above KMPs shall also be disclosed to the stock exchange(s) as well as placed on the website of the Company.

Criteria for Determining Materiality

An information or an event is considered to be material when it is likely to impact the normal price or value of the securities of the Company. Where the price or value of the securities of the Company in the normal course is likely to be affected on the basis of the disclosure or non-disclosure of an event or information, such event or information is to be regarded as material.



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Accordingly, the following events and guidelines shall be considered while testing materiality for disclosure of an event/information:

- i. Events specified in Para A of Part A of Schedule III of the Regulations shall be deemed to be material events and the designated Authority/Company shall make disclosure of such events.
- 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 in Regulation 30(4) of the Regulations.

The listed entity 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 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;

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:

(1) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;

(2) two percent 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 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;

(d) In case where the criteria specified in sub-clauses (a), (b) and (c) are not applicable, an event/information may be treated as being material if in the opinion of the personnels (as authorised by the Board of Director, as aforementioned) of listed entity, the event / information is considered material.

iii. In case where an event occurs or an information is available with the designated Authority/Company, which has not been indicated in Para A or B of Part A of Schedule III, but which may have material effect on it, the Company is required to make adequate disclosures in regard thereof.



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iv. Events specified in Part B of Schedule III of the Regulations including any amendment there under

shall be deemed to be material events and the designated Authority/Company shall make disclosure of such events.

Disclosures

i. Information/events shall be disclosed by the Company to the Stock Exchange(s) as specified in the Regulations and Circulars/Guidance Note(s) issued thereto.

ii. The Stock Exchange shall also be regularly intimated details of any change in the status and/ or any development thereon till the litigation or dispute is concluded and/ or is resolved.

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

iv. All material events or information, as disclosed to the Stock Exchange(s) under the Regulations, shall also be disclosed on the website of the Company <http://www.svpl.in> and such disclosures shall be hosted on the website for a minimum period of five years and thereafter as per the Archival Policy of the Company.

Amendments/Modification of the Policy

In case of any subsequent changes in the provisions of Acts/Regulations, which makes any of the provisions in the Policy inconsistent with the Act or Regulations, the provisions of the Acts/Regulations would prevail over the Policy and the provisions in the Policy would be modified in due course to make it consistent with law.

