

Policy for Determination of Materiality of Ramkrishna Forgings Limited

(As amended in Board meeting dated 25th May 2019)

Scope and Purpose

The Securities Exchange Board of India, on 2nd September, 2015, has come out with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations, 2015). By virtue of the said Regulations, 2015, Ramkrishna Forgings Limited (the “Company”) recognizes the need to frame a policy to determine the material events by testing the materiality as required under Regulation 30 for the purpose of proper, sufficient and timely disclosure of the same to the Stock Exchange(s).

The purpose of this Policy is to ensure fair disclosure of material information to the public and to make sure that the disclosure is prompt, correct, relevant and not misleading, and that all market participants have simultaneous access to any share price sensitive information. This document describes the Company general guidelines for disclosing information to company’s stakeholders and other media, and defines the responsibilities especially in matters relating to information disclosure and investor relations. This Policy for Determination of Materiality (the ‘Policy’) has been adopted by the Board of Directors of the Company at its Meeting held on 12th February, 2016.

1. Applicability

This Policy shall be applicable to all events in the Company, as and when they come under the criteria enumerated in the Policy.

2. Definitions

- 2.1. “Board”** shall mean the Board of Directors of the Company;
- 2.2. “Company”** shall mean Ramkrishna Forgings Limited;
- 2.3. “Compliance Officer”** shall mean the Company Secretary of the Company;
- 2.4. “Key Managerial Personnel / KMP”** means Key Managerial Personnel as defined in sub-section (51) of section 2 of the Companies Act, 2013 i.e.-
 - a. Chief Executive Officer (CEO)/ Managing Director (MD)/ Manager;
 - b. Whole-time Director (WTD);
 - c. Chief Financial Officer (CFO);
 - d. Company Secretary (CS).
- 2.5. “Market Sensitive Information”** shall mean information concerning the Company that a reasonable person would expect to have a material effect on the price or value of its securities or information which causes the market to maintain the price of security at or about its current level when it would otherwise be expected to move materially in a particular

direction, given price movements in the market generally or in the Company's sector.

2.6. "Officer" means as assigned to the term in clause (59) of Section 2 of the Companies Act, 2013 and shall include Promoters of the Company.

2.7 "Listing Regulations 2015" mean SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended from time to time.

3. Policy

A. Unless otherwise decided by the Board, the Chief Financial Officer and the Company Secretary shall be authorized for the purpose of determining materiality of an event or information and for making disclosures to the stock exchange.

The contact details of the KMPs so designated shall be disclosed to the stock exchange and also be placed on the Company's website.

B. Certain information would be per se Material Information as per Para A of Part A of Schedule III of the Listing Regulations, 2015 as amended from time to time.

C. Besides per se Material Information, an event / information as mentioned in Para B, C & D of Schedule III of the Listing Regulations 2015 as amended from time to time would be deemed as Material Information under following circumstances:

- i. Where the event/information impacts sales, if is likely to have an impact of 10 (Ten) % or more on the gross turnover as per the last consolidated accounts of the Company;
- ii. Where the event/information impacts Profit Before Tax (PBT), if is likely to have an impact of 10 (Ten) % or more on the PBT of the Company as per the last consolidated accounts of the Company;
- iii. Where the event/information impacts Assets or liabilities, if is likely to have an impact of 10 (Ten) % or more on Net-worth of Company as per the last consolidated accounts of the Company;

An illustrative list of the events to which the guidelines at clause 3 C above would be applied shall be as per Para B, C and D of Part A of Schedule III of the Listing Regulations, 2015.

4. Interpretation

In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, regulation or standard.

5. Disclosure

The authorized persons shall observe the following for proper and timely disclosure to the Stock Exchanges (where shares of the company are listed) of any material events/ information as defined hereon:

1. For determining materiality of any event/transaction, reference is to be made to this Policy and the Regulations.
2. Disclosure of the events enumerated in sub para 4 of para A of Part A of the Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 shall be made within 30 minutes of the conclusion of the Board Meeting at which such events were discussed along with the time of commencement and conclusion of the meeting.
3. All other events mentioned under para A and Para B of Part A of the Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 other than those mentioned in the above clause shall be disclosed by the Company as soon as reasonably possible but not later than 24 hours from the occurrence of a particular event.
4. Disclosure of any material development of any event/information disclosed in past shall be made on a regular basis of any event, till the time the event is resolved/ closed.
5. All the disclosures made to the Stock Exchange under this Policy shall also be disclosed on the Website of the Company and the same shall be hosted for a minimum period of five years.
6. The Company shall also disclose all the events or information with respect to its Subsidiaries which are material for the Company.
7. In case where an event occurs or an information is available with the 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.

6. Authority to make alterations

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall not be inconsistent with the provisions of the Regulations.