

Policy on Disclosure of Material Events / Information

PURSUANT TO REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

PREAMBLE

The Board of Directors (The “Board”) of **Shri Krishna Prasadam Limited** (the “Company”) has adopted the following policy and procedures with regard to disclosure of material events which are necessary to be disclosed to the stock exchanges based on criteria as may be deemed necessary and has been adopted as part of this policy. The Board may review and amend this policy from time to time in terms of the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations, 2015”).

OBJECTIVE AND SCOPE

- The objective of the Policy is to ensure timely and adequate disclosure of material events and price sensitive information under Regulation 30 of the Securities and Exchange Board of India (listing obligation and disclosure requirements) Regulation 2015.
- Information relating to material events and which is price sensitive in nature, shall be promptly disseminated to the Stock Exchanges. For this purpose, material event means any information which relates to a Company and which, if published is likely to materially affect the price of shares of the Company.
- As per the present Regulation 30, the Company shall disclose to the Stock Exchanges where it is Listed, the following types of material events:
 - Events such as strikes, lock-outs, closure on account of power cuts, etc.
 - Change in the general character or nature of business
 - Disruption of operations due to natural calamity
 - Commencement of Commercial Production / Commercial Operations.
 - Developments with respect to pricing / realization arising out of change in regulatory framework.
 - Litigation /dispute with a material impact.
 - Revision in Ratings
 - Any other information having bearing on the operations / performance of the Listed Equity as well as Price Sensitive Information, such as:-
 - Periodical Financial Results of the Company
 - Intended declaration of Dividend (both Interim and final)
 - Issue of Securities, forfeiture or buy back of Securities
 - Any major expansion or execution of new projects
 - Amalgamation, Mergers or Takeovers
 - Disposal of the whole or substantial part of the undertaking
 - Change in Directors, Key Managerial Personnels, Auditors
 - Fraud/Default by promoters or Key Managerial Personnels
 - Amendment in Memorandum and Articles of Association
 - Corporate debt restructure
 - Reference to BIFR and winding up petition
 - Issue of Notice, Call letters etc. to Shareholders and such others.

DEFINITIONS

“Board of Directors or Board” means the Board of Directors of **Shri Krishna Prasadam Limited**, as constituted from time to time.

“Company” means **Shri Krishna Prasadam Limited**

“Independent Director” means a Director of the Company, not being a whole time Director who is neither a promoter nor belongs to the promoter group of the Company and who satisfies other criteria for independence as laid down under Schedule IV of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 entered into with the stock exchanges.

“Policy” means Policy on Disclosure of Material Events/Information.

“Material Events” are those that are specified in Regulation 30 & Schedule III of the SEBI (LODR) Regulations, 2015

“Other Events” are those as may be decided from time to time

“SEBI (LODR) Regulations, 2015” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

“Key Managerial Personnel” (KMP) of the Company includes Chairman & Managing Director (MD) / Whole-time Directors, Chief Financial Officer and Company Secretary and /or as defined in the Companies Act 2013, who may be authorised individually or collectively to disclose events to Stock Exchange.

CRITERIA FOR DISCLOSURE OF EVENTS / INFORMATION

- The omission of an event or information would likely to result in discontinuity or alteration of event or information already available publicly;
- 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;
- In case where the criteria of an event / information do not fall in the first two categories, but considered material in the opinion of the board of directors.

EVENTS CONSIDERED MATERIAL

- Company is required to make disclosure of Events/Information mentioned in Regulation 30 & Schedule III of the SEBI (LODR) Regulations, 2015.
- The events/information shall be disclosed as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 within the stipulated timeline.
- In addition to the above, any event /information so decided by the Exchange/SEBI to be material shall also be disclosed as per directions of Stock Exchange /SEBI

CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION

The criteria for determination of materiality of events / information is specified in regulation 30(4) of the LODR Regulations shall be as follows:

- (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:
 - two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
 - 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;
 - 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
- The Managing Director (MD) and / or Other Directors of the company are jointly & severally authorised to take allied decisions with respect to disclosure of material events/information for due compliance of extant statutory provisions.

WEBSITE UPDATION / UPDATES TO STOCK EXCHANGES

The Company shall update all disclosures made under the regulations to the stock exchanges on its website and shall continue to host on the website for a minimum period of five years. The Compliance Officer of the Company shall give updates to the Board of Directors and to the Stock Exchanges on any material event that may have been first informed to the stock exchanges including further developments, if any, on such events. Such updates shall also be hosted on the website of the Company.

REFERENCE TO THE CODE OF PRACTICE AND FAIR DISCLOSURE

In addition to above, the stipulations in the Code of Practice and Fair Disclosure (pursuant to SEBI Prohibition of Insider Trading Regulations, 2015) dealing with disclosure of Unpublished Price Sensitive Information (UPSI) shall also be taken into account for disclosure of any information to the Stock Exchange.

COMPLIANCE OFFICER

The Compliance Officer for the Purpose of complying with the provisions of SEBI (LODR) Regulations, 2015 shall be the Company Secretary of the Company.

POLICY AMENDMENT

- Any or all provisions of this policy would be subject to revision / amendment in accordance with the

Rules, Regulations, Notifications, etc. on the subject as may be issued by relevant Stock Exchange /SEBI, from time to time with the approval of the Managing Director.

- In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions hereunder and this policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.