



POLICY ON DISCLOSURE OF MATERIAL EVENTS / INFORMATION

1. Statutory Mandate

In alignment with Regulation 30 of the Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), every listed entity shall frame a policy for determination of materiality (this “Policy”) based on the criteria specified in the Listing Regulations. This Policy will be hosted on the website of the Company.

The Board of Directors of the Company approved this Policy with regard to disclosure of material events or information which are price sensitive and/ or may have bearing on the performance or operation of the Company, thereby necessitating disclosure to the Stock Exchanges where the equity shares of the Company are listed.

2. Objective and Scope

This Policy provides guidelines to the Board of Directors of the Company and the Key Managerial Personnel as authorized by the Board of Directors to determine, identify and categorize events and information (which may materially affect the performance of the Company and, thereby, the share prices of the Company) as material and make necessary disclosure to the Stock Exchange(s) and on the website of the Company.

3. Definitions

All the Words and expressions used in this Policy, unless defined hereinafter, shall have meaning respectively assigned to them under the SEBI’s LODR, 2015 and Companies Act, 2013.

Policy

In terms of this Policy, the Company endeavors to ensure that it is able to meet its disclosure obligations under Regulation 30 of the Listing Regulations; and establish internal procedures to apprise officers of the Company of their obligations relating to systematic identification, categorization, review and disclosure of events or information which may have a material impact on the performance or operations of the Company and which may materially affect the share prices of the Company.

Guidelines for Determining Materiality

CATEGORY A - Events considered Material in view of the Board of Directors which needs to be disclosed to the stock exchanges within 24 hours from the decision taken at the Board Meeting are :

a.	Acquisition, (including agreement to acquire), Scheme of Arrangement which includes amalgamation / merger / demerger / restructuring), or sale or disposal of unit(s), division(s) or subsidiary of the listed entity or any other restructuring.
b.	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.
c.	Shareholder agreement, JV, Family settlement agreement, agreement / treaty / contract with media companies.
d.	Fraud / default by promoters or key managerial personnel and arrest of KMP or promoter.
e.	Reference to Board of Industrial and Financial Reconstruction (BIFR) and winding-up petition filed by any party / creditors.



f.	Revision in ratings.
g.	Change in Directors, Key Managerial Personnel, Auditor and Compliance Officer.
h.	Appointment or Discontinuation of share transfer agent.
i.	Corporate debt Restructuring
j.	One-time settlement with a bank.
k.	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.
L.	Proceedings of Annual and Extraordinary general meetings of the Company.
m.	Amendments to memorandum and articles of association of the Company, in brief.
n.	In case of resignation of the auditor, detailed reason for resignation of auditor shall be disclosed.

Note : If the Management is not in a position to inform the stock exchange within 24 hours of the decision taken at the Board Meeting, then it shall inform the stock exchange as soon as it is possible with an explanation as to reason for delay in disclosing the said information.

CATEGORY B - Events / Decisions considered Material in view of the Board of Directors which needs to be disclosed to the stock exchanges within 30 minutes of the closure of the Board Meeting are :

a.	Declaration of Dividend and / or cash bonuses recommended or declared and other information pertaining to them.
b.	Cancellation of dividend with reasons thereof;
c.	Buyback of shares
d.	Fund raising proposed to be undertaken
e.	Increase in capital by issue of bonus shares
f.	Reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue
g.	Alteration of capital
h.	Financial results
i.	Voluntary delisting from stock exchanges

CATEGORY C - Miscellaneous Events / Decisions not considered Material in view of the Board of Directors which however, needs to be disclosed to the stock exchanges within as soon as it is possible when the necessary information is ready to be publicized which are :

a.	Schedule of Analyst or institutional investor meet and presentation.
----	--



b.	Commencement or postponement of the date of commercial production or operation of any unit / division.
c.	Change in the general character or nature of business brought about by arrangements for strategic, technical manufacturing or marketing tie-up, new line of business or closure of operations of any unit / division
d.	Capacity addition or new product launch.
e.	Awarding, bagging / receiving.
f.	Agreements for loan not in the normal course of business.
g.	Disruption of operation of any one or more units due to natural calamity.
h.	Effects arising out of change in regulatory framework applicable to the listed entity.
i.	Litigation / dispute / regulatory action(s) with impact.
j.	Options to purchase securities including ESOP/ESPS scheme
k.	Giving of guarantees or indemnity or becoming a surety for any third party
l.	Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
m.	Emergence of new technologies
n.	Expiry of patents
o.	Change in accounting policy

Any other information that may be deemed necessary jointly and severally by the KMPs of the Company who would consider that it is necessary for the holders of the securities of the listed entity to appraise its position and to avoid the establishment of a false market.

The Board may in its discretion also authorise the KMPs to disclose such events, information or material that in its wisdom may be necessary for the Members of the exchange to know the information

The Management shall periodically bring to the attention of the Board of Directors of the Company, all information, events or materials which in its opinion has to be brought to the attention of the Members of the Stock Exchanges.

Authority for determination of Materiality of events / information

The Key Managerial Personnel (KMPs) consisting of the Chairman, Managing Director & CEO, Chief Financial Officer and the Company Secretary are hereby jointly and severally authorised to determine whether the event / information is material or not and in turn about its time line for disclosure based on the category of information as specified above to the stock exchanges, subject to such information being placed prior to or at the immediate Board Meeting held after the said information being made public.

The following Key Managerial Personnel, has been authorized by the Board of Directors for above mentioned purpose:



1. **Mr.Rajeev Sikka**
Executive Chairman
Sika Interplant Systems Limited
No.3 Gangadharchetty Road,
Bangalore 560042
2. **Mr.Kunal Sikka**
Managing Director & CEO
Sika Interplant Systems Limited
No.3 Gangadharchetty Road,
Bangalore 560042
3. **Mr.Satish KS**
CFO
Sika Interplant Systems Limited
No.3 Gangadharchetty Road,
Bangalore 560042
4. **Mr. Barun Pandey** Company Secretary and
Compliance Officer
Sika Interplant Systems Limited
No.3 Gangadharchetty Road,
Bangalore 560042
Email:comp.sec@sikaglobal.com
Ph.no.080-49299144

Website Updates to stock exchanges

The Company shall update all disclosures made under the regulations to the stock exchanges in its website and shall be continued to be hosted in the website for a minimum period of five years and thereafter archived as per the document retention policy of the Company.

Disaster Preparedness

Sika maintains a Business Continuity Plan (BCP) designed to ensure safety of staff as well as members of the general public, safeguard the documents and records pertaining to all material / non-material events and information which would enable a return to normal operating with minimal disruption.

Disclosure of events / information on Subsidiaries

The KMPs of the company jointly and severally in consultation with the Board of Directors shall disclose such events / information about its subsidiary which are considered material in nature and whose disclosure is likely to materially affect the share prices of the Company.

Authorisation to KMPs to suo moto accept / deny reported event or information

The Key Managerial Personnel (KMPs) are hereby jointly and severally authorised to suo moto accept / deny any report event or information, which has been unlawfully made public and act in the interests of the Company. Such action taken by the KMPs shall however, be brought to the attention of the Board of Directors at its immediately subsequent meeting.

Compliance Officer

The Compliance Officer for the purpose of complying with the provisions of LODR, 2015 shall be the Company Secretary of the Company.

Policy Review

This policy shall be subject to review as may be deemed necessary and subject to the necessary approvals of the Board of Directors.

Board's Approval

Revised policy was approved by the Board of Directors at its meeting held on 12th August 2021.