

TECIL CHEMICALS AND HYDRO POWER LTD.

REGISTERED OFFICE

P.O. CHINGAVANAM,
DIST.- KOTTAYAM, KERALA - 686 531
EMAIL ID : tecilchingavanam@gmail.com
PAN No. : AAAC8096J
CIN No. : L24299KL1945PLC001206
Website: www.tecilchemicals.com



CORPORATE OFFICE

1ST FLOOR, ANJANA COMPLEX,
VYTTILA-AROOOR BYEPASS ROAD,
KUNDANNOOR, KOCHI-682 304
TEL: 0484- 4850063 / 62 /61
EMAIL ID : tecilchingavanam@gmail.com

November 6, 2023

To,

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 506680	Symbol: TECILCHEM

Sub: Outcome of the Board Meeting held on November 6, 2023

Ref: Regulation 30 and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Dear Sir/Ma'am,


With reference to the above cited subject, we would like to inform you that the Board of Directors in its Meeting held on Monday, November 6, 2023 at 2:00 P.M. at the Corporate Office of the Company at 1st Floor, Anjana Complex, Aroor-Vyttila Bypass Road, Kundanoor, Ernakulam – 682 304, with video conference facility available;

1. Considered and approved Un-audited Standalone Financial Statements for the quarter and half year ended September 30, 2023 along with Limited Review Report from the Company's Statutory Auditors and the same is attached herewith.
2. Approved the updated Policy on Disclosure of Material Events / Information. It shall be hosted on the website of the Company at www.tecilchemicals.com
3. It is hereby informed that Mr. Muhammed Rishad Mustafa has resigned from the post of Company Secretary and Compliance Officer with effect from the closure of business hours on Monday, November 6, 2023. Nomination and Remuneration Committee of the Board is in process of recruiting new incumbent who shall join the Company shortly. In the meanwhile, Mr. Shaji K Mathew (DIN: 01866682) Director is appointed as the Compliance Officer.

The meeting of the Board commenced at 2.00 pm and concluded at 2.17 pm

Yours Truly,

For **TECIL Chemicals and Hydro Power Limited**


Shaji Kalladayil Mathew
Director
(DIN: 01866682)



End: As above

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STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30th SEPTEMBER, 2023

(Rupees in Lacs)

	Three Months Ended			Period ended		Year Ended
	30th Sept, 2023	30th June, 2023	30th Sept, 2022	30th Sept, 2023	30th Sept, 2022	31st March 2023
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
INCOME	-	-	-	-	-	-
1 REVENUE FROM OPERATIONS	-	-	-	-	-	-
2 OTHER INCOME	-	-	-	-	-	-
3 TOTAL INCOME (1+2)	-	-	-	-	-	-
EXPENSES						
a) Stock of Materials and Services consumed	-	-	-	-	-	-
b) Purchases of stock-in-trade	-	-	-	-	-	-
c) Changes in Inventories of finished goods, stock & WIP	-	-	-	-	-	-
d) Excise duty on sale of goods	-	-	-	-	-	-
e) Employee Benefits Expenses	2.58	2.60	2.44	5.18	4.47	9.55
f) Finance costs	-	-	-	-	-	-
g) Depreciation and Amortisation Expenses	0.64	0.63	0.67	1.27	1.33	2.65
h) Other Expenses	-	-	-	-	-	-
i) Share Registry Expenses	0.40	0.26	0.24	0.66	0.55	1.48
ii) Annual Listing Fees	-	8.08	0.12	8.08	7.79	54.99
iii) Fees to External consultants	0.44	6.23	2.53	6.67	3.14	8.12
iv) Loss on sale of Assets	-	-	-	-	-	-
v) AGM Expenses	0.22	-	0.58	0.22	0.78	1.82
vi) Other expenses	2.72	2.75	40.97	5.47	55.16	61.20
Total Expenses	7.00	20.55	47.55	27.55	73.22	139.81
5 Profit before exchange (loss) / gain on swap contracts, exceptional items and tax (3+4)	(7.00)	(20.55)	(47.55)	(27.55)	(73.22)	(139.81)
6 Exchange (loss) / gain on swap contracts	-	-	-	-	-	-
7 PROFIT (LOSS) BEFORE EXCEPTIONAL ITEMS & TAX (5+6)	(7.00)	(20.55)	(47.55)	(27.55)	(73.22)	(139.81)
8 EXCEPTIONAL ITEMS	-	-	-	-	-	-
9 PROFIT BEFORE TAX (7+8)	(7.00)	(20.55)	(47.55)	(27.55)	(73.22)	(139.81)
10 TAX EXPENSE	-	-	-	-	-	-
a. Current Tax	-	-	-	-	-	-
b. Deffered Tax	-	-	-	-	-	-
TOTAL OF TAX EXPENSE	-	-	-	-	-	-
11 PROFIT FOR THE PERIOD (9-10)	(7.00)	(20.55)	(47.55)	(27.55)	(73.22)	(139.81)
12 OTHER COMPREHENSIVE INCOME						
A (i) Items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
(ii) Income tax relating to items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
B (i) Items that will be reclassified to Profit or Loss	-	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to Profit or Loss	-	-	-	-	-	-
C Other Comprehensive Income	-	-	-	-	-	-
Total of other comprehensive income	-	-	-	-	-	-
13 TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (11+12)	(7.00)	(20.55)	(47.55)	(27.55)	(73.22)	(139.81)
14 Basic and Diluted Earnings per Share (in Rs.)	(0.04)	(0.11)	(0.25)	(0.15)	(0.39)	(0.74)
15 PAID-UP SHARE CAPITAL (Face Value of Rs.10/- share)	1,896.37	1,896.37	1,896.37	1,896.37	1,896.37	1,896.37
16 OTHER EQUITY	-	-	-	-	-	-

Notes :

- The above standalone unaudited financial results for the half year and quarter ended SEPTEMBER 30, 2023 were reviewed by the Audit Committee at its meeting held on 06.11.2023 and then approved by the Board of Directors at its meeting held on 06.11.2023. The statutory auditors have conducted a limited review of the above standalone unaudited financial results.
- The impact on net profit / loss, total comprehensive income or any other relevant financial item(s) due to the change(s) in accounting policies shall be disclosed by means of footnote
- Exceptional and/or Extraordinary items adjusted in the statement of Profit and Loss in accordance with Ind-AS Rules / As Rules, whichever is applicable
- Figures for the previous year/ periods have been regrouped/ reclassified to confirm to the figures presented in the current year/periods.
- The Company is not having any subsidiary Company. The Company is having only one segment and no other reportable segment in terms of Ind AS 108 in operating Segement
- The Statement has been prepared in accordance with the Companies (Indian Accounting Standard) Rules 2015 (Ind AS) prescribed under Section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standard) Rules 2015 and Companies (Indian Accounting Standard) Accounting Rules 2016.

For TECIL Chemicals and Hydro Power Ltd.



Shaji Kalladayil Mathew

Whole Time Director (DIN: 01866682)

Place: Kochi

Date: November 6, 2023

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BALANCE SHEET AS AT 30-09-2023

Amount Rs. (in Lakhs)

Sl. No	PARTICULARS	Notes	As At 30.09.2023	As At 31.03.2023
I	ASSETS			
	<u>NON-CURRENT ASSETS</u>			
	a) Property, Plant and Equipment	1	348.67	350.70
	b) Capital Work-in-Progress		-	-
	c) In-Tangible Assets		-	-
	d) Financial Assets			
	(i) Investments	2	0.05	0.05
	(ii) Trade Receivables		-	-
	(iii) Loans		-	-
	(iv) Other Financial Assets (net)		-	-
	<u>CURRENT ASSETS</u>			
	a) Inventories			
	b) Financial Assets			
	(i) Investments		-	-
	(ii) Trade Receivables		-	-
	(iii) Cash and cash equivalents	3	0.18	0.03
	(iv) Other Bank Balances	4	0.99	3.80
	(v) Loans	5	192.41	195.45
	(vi) Other Financial assets		-	-
	c) Current Income Tax assets (net)	6	1.02	1.02
	d) Other current assets	7	-	-
	TOTAL - ASSETS		543.33	551.05
II	EQUITY AND LIABILITIES			
	<u>EQUITY</u>			
	a) Equity Share Capital	8	1,896.37	1,896.37
	b) Other Equity	9	(3,666.24)	(3,637.93)
	<u>LIABILITIES</u>			
	a) Financial Liabilities			
	(i) Borrowings	10	1,310.75	1,290.65
	(ii) Other Financial liabilities		-	-
	b) Provisions		-	-
	c) Deferred Tax liabilities (net)		-	-
	d) Other non-current liabilities		-	-
	<u>CURRENT LIABILITIES</u>			
	a) Financial Assets		-	-
	(i) Borrowings		-	-
	(ii) Trade Payables		-	-
	(iii) Other Financial liabilities		-	-
	b) Other current liabilities	11	1,002.45	1,001.96
	c) Provisions		-	-
	d) Other current liabilities		-	-
	TOTAL - EQUITIES & LIABILITIES		543.33	551.05

This is the Balance sheet referred to in our reports of even date
Notes referred to above form an integral part of the Balance sheet

For and on behalf of the Board of Directors

For TECIL Chemicals and Hydro Power Ltd.



(Signature)
Shaji Kalladayil Mathew
Whole Time Director
(DIN:01866682)

Place: Kochi
Date: November 6, 2023

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ANNEXURE TO CLAUSE 32 OF THE LISTING AGREEMENT				
Cash Flow Statement for the period ended 30th SEPTEMBER, 2023				
Particulars	30-September-2023 (Rs. in Lakhs)		31-March-2023 (Rs. in Lakhs)	
A CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit / (Loss) Before Tax		(27.55)		(139.81)
<i>Adjusted For :</i>				
Depreciation Provided	2.03		4.26	
Interest Received	-		-	
Dividend Received	-		-	
Profit on Sale of Investments	-		-	
Profit on Sale of Fixed Assets	-		-	
Provisions written back	-		-	
Revaluation Reserve	(0.76)	1.27	(1.61)	2.65
Operating Profit before Working Capital Changes		(26.28)		(137.16)
<i>Adjusted For :</i>				
Trade and other receivables	-		-	
Inventories	-		-	
Loans & Advances	3.04		51.77	
Trade payable and provisions	0.49	3.53	(0.25)	51.52
Cash Generated including From Operations :		(22.75)		(85.64)
Direct Taxes Paid		-		-
NET CASH FROM OPERATING ACTIVITIES		(22.75)		(85.64)
B CASH FLOW FROM INVESTING ACTIVITIES				
Increase in Capital and Reserves	-		-	
Increase in Fixed Assets	-		-	
Sales / Decrease of Fixed Assets	-		-	
Sale of Investments	-		-	
Loans received	20.10		89.00	
Dividend Received	-	20.10	-	89.00
NET CASH FLOW FROM INVESTING ACTIVITIES		(2.65)		3.36
C CASH FLOW FROM FINANCING ACTIVITIES				
Loss on sale of Assets	-		-	
Payment of short term liabilities	-		-	
Loans given / refund	-		-	
Interest Paid	-		-	
<i>Net Increase in Cash and Cash Equivalents</i>		(2.65)		3.36
<i>Cash and Cash equivalents at the Beginning of the Year</i>		3.83		0.47
<i>Cash and Cash equivalents at the End of the Year</i>		1.18		3.83
Actual Balance as per Balance Sheet		1.18		3.83


Note:

- The above Cash Flow Statement has been prepared under the indirect method as set out in the AS-3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India
- Previous Year's figures have been re-arranged / re-grouped wherever necessary
This Cash Flow Statement referred in our report of even date

For TECIL Chemicals and Hydro Power Ltd.

Place: Kochi
Date: November 6, 2023




Shaji Kalladayil Mathew
Whole Time Director
(DIN: 01866682)



S.R. PAI & CO.

Chartered Accountants

LIMITED REVIEW REPORT

To

The Board of Directors
TECIL CHEMICALS AND HYDRO POWER LTD
Chingavanam
Kottayam

We have reviewed the accompanying statement of unaudited financial results of TECIL CHEMICALS AND HYDRO POWER LIMITED for the quarter ended on 30th September 2023. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.


We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Our conclusion is not modified in respect of this matter.

For S R Pai & Co

Chartered Accountants


S Rajeeva Pai
(M No: 214230)
FRN: 0010793S



UDIN: 23214230BGWQIF8239

Date: 06-11-2023

Place: Ernakulam

TECIL Chemicals and Hydro Power Limited

POLICY ON DISCLOSURE OF MATERIAL EVENTS / INFORMATION (UPDATED)

INTRODUCTION

The Securities and Exchange Board of India (hereinafter described as 'SEBI') has notified SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and these Regulations came into force from December 1, 2015.

With a view to ensure timely, adequate and accurate disclosure of information and also to bring uniformity in disclosure of information by listed entities, SEBI through Regulation 30 of the Listing Regulations mandated disclosure of material events by listed entities and adoption of a policy for determination of materiality.

PURPOSE

Pursuant to Regulation 30(4)(ii) of the Listing Regulations the Board of Directors of the Company has adopted the Policy for Reporting and Determination of Material Events, considering the events indicated in Part A of Schedule III of the Listing Regulations.

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 in the absence of its definition or explanation therein, as per the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued thereunder, as amended from time to time.

"Audit Committee or Committee" means Audit Committee constituted by the Board of Directors of the Company, from time to time under provisions of SEBI LODR, 2015, and/or the Companies Act, 2013.

"Board of Directors or Board" means the Board of Directors of TECIL Chemicals and Hydro Power Limited, as constituted from time to time.

"Company" means TECIL Chemicals and Hydro Power Limited incorporated under the Companies Act, 1956.

"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's LODR, 2015.

"Policy" means Policy on Disclosure of Material Events/Information.

"Material Events" are those that are specified in Para A of Part A of Schedule III of the LODR.

"Other Events" are those as may be decided from time to time and in accordance with Para B of Part A of Schedule III, as specified in sub-regulation (4).

"LODR" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

"Key Managerial Personnel" (KMP) of the Company includes Chairman and Managing Director, Whole-time Directors, Chief Financial Officer and Company Secretary.

Events or information requiring disclosure are categorized under this policy on three parameters:

a) Category A - Events or information which are categorized as per se material by the Listing Regulations (Para A of Part A of Schedule III read with Regulation 30) and require their disclosure without any application or determination of their materiality.

b) Category B - Events or information which are categorized as important under the Listing Regulations (Para B of Part A of Schedule III read with Regulation 30), but their materiality is subject to determination by the Internal Committee for

c) Category C - Any other event or information viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting Policy that may have a significant impact on the accounts, etc. will be material event or information as per Para C of Part-A of Schedule III of Listing Regulations.

Any other information which is exclusively known to the Company which may be necessary to enable the security holders of the Company to appraise its position and to avoid the establishment of a false market in such securities as per Para C of Part-A of Schedule III of Listing Regulations.

In addition to the aforementioned events/information, the Company/or its authorized representatives as specified in this policy may make disclosures as specified by the Board from time to time.

The Company shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of this regulation as soon as reasonably possible and in any case not later than the following:

a. thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken;

b. twelve hours from the occurrence of the event or information, in case the event or information is emanating from within Company;

c. twenty-four hours from the occurrence of the event or information, in case the event or information is not emanating from within the Company;

Provided that disclosure with respect to events for which timelines have been specified in Part A of Schedule III of Listing Regulations shall be made within such timelines.

Provided further that in case the disclosure is made after the timelines specified under this regulation, the Company shall, along with such disclosure provide the explanation for the delay.

The Company shall, with respect to disclosures referred in this policy, make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations. The Company shall disclose all events or information with respect to subsidiaries which are material for the listed entity.

The Company shall also provide specific and adequate reply to all queries or communication raised by stock exchange(s) or any other regulatory, statutory, enforcement or judicial authority, with respect to any events or information.

CRITERIA FOR DETERMINING MATERIAL EVENTS

Materiality will be determined on a case-to-case basis depending on the facts and the circumstances pertaining to the event or information.

The following criteria will be applicable for determining materiality of event or 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 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:
 - i. two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
 - ii. 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;
 - iii. 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 4.1, 4.2 and 4.3 is not applicable, an event or information may be treated as being material if in the opinion of the board of directors of the listed entity, the event or information is considered material.

The Company may be confronted with the question as to when an event/information can be said to have occurred. In certain instances, the answer to above question would depend upon the stage of discussion, negotiation or approval and in other instances where there is no such discussion, negotiation or approval required, viz. in case of natural calamities, disruptions, etc., the answer to the above question would depend upon the timing when the Company became aware of the event/information. In the former, the events/information can be said to have occurred upon receipt of approval of Board of Directors. However, considering the price sensitivity involved, for certain events, e.g. decision on declaration of dividends etc., disclosure shall be made on receipt of approval of the event by the Board of Directors, pending shareholders' approval.

In the latter, the events/information can be said to have occurred when the Company becomes aware of the events/information, or as soon as, an officer of the Company has, or ought to have reasonably come into possession of the information in the course of the performance of his duties. Here, the term 'officer' shall have the same meaning as defined under the Companies Act, 2013 and shall also include promoter of the listed entity.

AUTHORITY FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION

The Key Managerial Personnel (KMPs) consisting of the Chairman and Managing Director / Whole-time Director, 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.

WEBSITE UPDATION / 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. 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.

PROCEDURE TO DEAL WITH PUBLIC REPORTS / RUMOURS

The Company may accept / deny report or event or information received by it directly or indirectly which has been public without authorisation by media or by any other means including but not limited to electronic means. The Company may respond to the rumours amongst the general public, which has no basis or documentation, in the best way, which protects the interests of the Company.

AUTHORISATION TO KMPS TO SUO MOTO ACCEPT / DENY REPORTED EVENT OR INFORMATION

The Key Managerial Personnel (KMPs) consisting of the Chairman and Managing Director, Whole-time Directors, Chief Financial Officer and the Company Secretary are hereby jointly and severally authorised to suo moto accept / deny any report event or information, which has been unauthorisedly made public by media or by any other means including but not limited to electronic means. They are further authorised to respond to the rumours amongst the general public, which has no basis or documentation, in a way which best protects 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.

AUTHORIZATON TO DISCLOSE

The Board will authorize one or more Key Managerial Personnel for the purpose of determining Materiality of an event or information and for the purpose of making disclosure to the Stock Exchange. Key Managerial Personnel authorized for the purpose will be responsible administrating this policy, determining Materiality of events or information in relation to the Company and monitoring compliance by the company with disclosures applicable to it.

The contact details of the Key Managerial personnel so authorized will be disclosed to the Stock Exchanges and will be placed in the website of the Company.

POLICY REVIEW

This policy shall be subject to review as may be deemed necessary and to comply with any regulatory amendments or statutory modifications and subject to the necessary approvals of the Board of Directors.

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