

POLICY FOR DETERMINATION OF MATERIAL INFORMATION OF TRADEWELL HOLDINGS LIMITED

INTRODUCTION:

Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”) mandates disclosure of any events or information which, in the opinion of the Board of Directors of the Company (the “Board”), is material. Regulation 30(4) of the Listing Regulations requires the Company to frame a policy for the determination of the materiality of events or information for disclosure, based on the criteria specified therein. Accordingly, a Tradewell Holdings Limited (the “Company”) has formulated this policy (“Policy”) in relation to the determination of the materiality of events or information for disclosure.

DEFINITIONS:

1. **“Listing Regulations”** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. **“Company”** means Tradewell holdings Limited
3. **“Board”** means the Board of Directors of the Company
4. **“Key Managerial Personnel”** means Key Managerial Personnel as defined in sub-section (51) of section 2 of the Companies Act, 2013.
5. **“Listing Regulations”** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. **“Policy”** means Policy for Determination of Material Information, as amended from time to time.
7. **“SEBI”** means the Securities and Exchange Board of India.
8. **“Stock Exchange(s)”** means BSE Limited, where the equity shares of the Company are listed.

OBJECTIVE:

The objective of this Policy is to serve as a guiding charter to the management to ensure that timely and adequate disclosures of events or information are made to the investor community by the Company under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to enable them to take well-informed investment decisions with regard to the securities of the Company.

EVENTS WHICH ARE DEEMED TO BE MATERIAL EVENTS:

The Company shall disclose all such events which are specified in Para A of Part A of Schedule III of the Listing Regulations (as applicable from time to time) without any application of the 3 guidelines for materiality as specified in sub-regulation (4) of Regulation 30 of the Listing Regulations.

EVENTS WHICH ARE DEPENDENT ON APPLICATION OF GUIDELINES FOR MATERIALITY:

The Company shall disclose all such material events pertaining to itself, specified in Para B of Part A of Schedule III of the Listing Regulations subject to application of guidelines for materiality.

GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION:

The Company shall consider the following criteria for determination of materiality of events or Information:

1. The omission of an event or information which is likely to result in a discontinuity or alteration of event or information already available publicly
2. 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.
3. In the opinion of the Board of Directors the event or information is considered material.

DISCLOSURE PROCESS:

1. The Authorized KMP shall review and ascertain the materiality of the event or information.
2. After evaluation of the same, any one of the Authorized KMP shall make the disclosure to the Stock Exchange(s) within time frame as stipulated in the Regulation.
3. In case of any delay in disclosure, the explanation/reason of the same shall also be communicated along with disclosure.
4. All disclosures shall also be hosted on the website of the Company for a minimum period of five years.

AUTHORIZE KEY MANAGERIAL PERSONNEL (KMP) FOR THE PURPOSE OF DETERMINING THE MATERIALITY OF AN EVENT OR INFORMATION AND FOR THE PURPOSE OF MAKING DISCLOSURES TO THE STOCK EXCHANGE:

The following KMPs are hereby severally authorized by the Board of Directors for the purpose of determining the materiality of an event or information and for the purpose of making disclosures to Stock Exchange(s) (“Authorized Person(s)”):

1. Whole time Director
2. Chief Financial Officer
3. Company Secretary

There may be a likelihood of some unforeseen events emerging due to the prevailing business scenario from time to time. Hence, the relevant Authorized Person should exercise his/her own judgments while assessing the materiality of events associated with the Company. In case the relevant Authorized Person perceives any doubt regarding materiality he/she may consult Whole time director or any other Director before disclosing the information to the Stock Exchange(s).

SCOPE AND LIMITATION:

In the event of any conflict between the provisions of this Policy and the Act or Listing Regulations or any other statutory enactments or rules, the provisions of Listing Regulations / Act or statutory enactments, rules shall prevail over this Policy.

AMENDMENT:

Any subsequent amendment/modification in the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and /or other applicable laws in this regard shall automatically apply to this Policy.