

A-ONE STEELS INDIA LIMITED

**POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION FOR
DISCLOSURE**

*(Under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015)*

Board Approval date: 23/12/2024
Latest Amendment date: 27/12/2025

1. SCOPE AND PURPOSE OF THE POLICY

- 1.1. Regulation 30(4)(ii) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") requires the Company to formulate a policy for determining 'materiality' of events/information and requires that such policy be disclosed on the Company's website.
- 1.2. In accordance with the above, the policy for determination of materiality of events / information for disclosure ("**Policy**") is set out for A-One Steels India Limited ("**Company**") is set out as below.

2. OBJECTIVE OF THE POLICY

- 2.1. The objective of this Policy is to set out the criteria for determination of materiality of events/information so as to ensure that the Company makes necessary disclosures of any such events and information in a timely manner, and is in compliance with the Listing Regulations.

3. DISCLOSURE REQUIREMENT

- 3.1. In terms of Regulations 30 and 30A of the Listing Regulations read with Schedule III of the Listing Regulations, the Company as an entity is required to make disclosure of certain events and information to the stock exchanges where the securities of the Company will be/are listed, and such detail shall also be published on the website of the Company and hosted on the website of the Company for a minimum period of 5 years and thereafter as per the archival policy of the Company.
- 3.2. In terms of event / information to be disclosed, there are essentially three categories:
 - 3.2.1. **Deemed material:** Event / information specified in Para A of Part A of Schedule III of the Listing Regulations, are deemed to be material, and the Company shall make mandatory disclosure of such events.
 - 3.2.2. **Materiality based:** Event / information specified in Para B of Part A of Schedule III of the Listing Regulations, are required to be disclosed, if such event/information is considered to be material based on application of the Clause 4 of this Policy (*Guidelines for determination of materiality*). The Company is also required to disclosure event / information with respect to its subsidiaries which are considered material for the Company.
 - 3.2.3. **Voluntary:** Event / information specified in Para C and D of Part A of Schedule III of the Listing Regulations are required to be disclosed based on the Company's assessment in terms of the Listing Regulations.
- 3.3. The Company with respect to disclosures referred to in the Listing Regulation shall make disclosures updating material developments on a regular basis, till such time the event is resolved / closed, with relevant explanations.

- 3.4. The Company shall also provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information, and such information and clarification shall be disseminated as soon as reasonably practicable.
- 3.5. Securities and Exchange Board of India in Annexure II of its circular dated 13 July 2023 titled 'Disclosure of material events/information by listed entities under Regulations 30 and 30A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015' ("**Regulation 30 SEBI Circular**"), has provided timelines for disclosure for each disclosure item in Schedule III of the Listing Regulations. The Company is required to make necessary disclosure as soon as reasonably possible, and in any case not later than such timeline. The typical timeframe for disclosure under the Listing Regulations is:
- 3.5.1. 30 (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. In case the meeting of the board of directors closes after normal trading hours of that day but more than three hours before the beginning of the normal trading hours of the next trading day, the Company shall disclose the decision pertaining to the event or information, within three hours from the closure of the board meeting. Further, in case the meeting of the board of directors is being held for more than one day, the financial results shall be disclosed within thirty minutes or three hours, as applicable, from closure of such meeting for the day on which it has been considered.
- 3.5.2. 12 (twelve) hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- 3.5.3. 24 (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 if all the relevant information, in respect of claims which are made against the Company under any litigation or dispute, other than tax litigation or dispute, in terms of sub-paragraph 8 of paragraph B of Part A of Schedule III, is maintained in the structured digital database of the Company in terms of provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the disclosure with respect to such claims shall be made to the stock exchange(s) within seventy-two hours of receipt of the notice by the Company.
- 3.6. In case the disclosure is made after the timeline specified under the Listing Regulations and Regulation 30 SEBI Circular, the Company shall, along with the delayed disclosure provide the explanation for the delay.
- 3.7. In terms of assessing when an event / information is said to have occurred for disclosure, the Company shall be guided by the principles set out in Annexure III of the Regulation 30 SEBI Circular.
- 3.8. All shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the Company or of its holding, subsidiary and associate company, who are parties to the agreements specified in Entry 5A of Para A of Part A of Schedule III of the Listing Regulations, shall inform the Company about such agreement to which the Company is not a party, within 2 (two) working days of entering into such agreements or signing an agreement to enter into such agreements.

4. GUIDELINES FOR DETERMINING MATERIALITY

4.1. Apart from the 'deemed material event / information' as listed in Para A of Part A of Schedule III of the Listing Regulations, event or information shall be considered to be material, if any of the following criteria are met:

4.1.1. Qualitative thresholds: The omission of an event or information, which is likely to result in or having:

- (a) discontinuity or alteration of event or information already available publicly,
- (b) significant market reaction if the said omission came to light at a later date, or
- (c) significant risk to the reputation of the Company.

4.1.2. For qualitative assessment of materiality, only such impact which is direct (i.e., not derivative) and reasonably perceivable (i.e., not remote) and having a time horizon of 1-2 years shall be considered.

4.1.3. Quantitative threshold: The omission of an event or information, whose value or the expected impact in terms of value, exceeds the lower of the following:

- (a) 2% (two percent) of turnover, as per the last audited consolidated financial statements of the Company,
- (b) 2% (two percent) of net worth, as per the last audited consolidated financial statements of the Company, except in case the arithmetic value of the net worth is negative, or
- (c) 5% (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 Company. While computing the average of absolute value of profit or loss, then the number value of profit or loss shall be considered by disregarding the 'sign' (positive or negative).

4.2. In case where the criteria specified in Clause 4.1 above are not applicable to an event / information, such event / information may be treated as material if in the opinion of the board of directors of the Company, the event / information is considered material.

5. GUIDANCE ON VERIFICATION OF MARKET RUMORS SUBJECT TO MATERIAL PRICE MOVEMENT

5.1. The Company shall confirm, deny or clarify, upon the material price movement as may be specified by the stock exchanges, any reported event or information in the mainstream media (in India as well as jurisdictions where the Company has material business operations as defined below) which is not general in nature and indicates that rumour of an impending specific event or information is circulating amongst the investing public and also provide the current stage of such event or information. Such disclosure will be as per the timelines prescribed under SEBI Listing Regulations.

Further, key managerial personnel, senior management, director or promoter of the Company shall provide adequate, accurate and timely response to queries raised or explanation sought by the Company in order to ensure compliance with the requirements under regulation 30(11) of the Listing Regulation and the Company shall disseminate the response received from such individual(s) promptly to the stock exchanges.

5.2. Parameters to be applied for determining 'material business operations' for foreign jurisdictions:

Foreign jurisdictions having material business operations shall be identified from time to time which will be any foreign subsidiary with revenues from operations constituting more than 10% of the audited consolidated turnover of the Company of A-One Steels India Limited for the previous financial year.

Further, the Head of Corporate Communications in consultation with the Company Secretary of the Company shall identify the list of English business/financial news sources from foreign jurisdictions that the Company shall track for the purposes of compliance with the provisions of Regulation 30(11) of the Listing Regulations, in respect of rumours published in international media.

6. IMPLEMENTATION MECHANISM

- 6.1. The board of directors of the Company is required to authorize one or more key managerial personnel of the Company ("**Authorised KMP**") for the purpose of determining materiality of an event / information and for the purpose of making disclosures to stock exchange(s) under the Listing Regulations. The Company Secretary is authorized to determine materiality of an event or information and for making disclosures to stock exchange(s).
- 6.2. The contact details of the Authorised KMP shall be disclosed to the stock exchange(s) and published on the website of the Company.
- 6.3. The Authorised KMP shall have the following powers and responsibilities, with respect to their role in determining materiality of an event / information:
- 6.3.1. To review and assess an event or information that may qualify as 'material' and may require disclosure, on the basis of facts and circumstances prevailing at a given point in time.
 - 6.3.2. To determine the appropriate time at which the disclosures are to be made to the stock exchanges based on an assessment of actual time of occurrence of an event or information.
 - 6.3.3. To disclose developments that are material in nature on a regular basis, till such time the event / information is resolved / closed, with relevant explanations.
 - 6.3.4. To consider such other event / information that may require disclosure to be made to the stock exchanges which are not explicitly defined in the Listing Regulations and determine the materiality, appropriate time and contents of disclosure for such matters.
 - 6.3.5. To disclose all event / information with respect to the subsidiaries and senior managerial personnel which are material for the Company.

7. INTERPRETATION

- 7.1. In all circumstances where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy.
- 7.2. Any and all terms which have been defined under the Companies Act 2013 and/or the Listing Regulations (including subordinate legislations / rules / frameworks / industry standard notes thereunder) shall be construed as per such definition in these laws.

8. AMENDMENT / REVISION OF POLICY

- 8.1. The Board of Directors may, if thought fit, review and amend the Policy, as and when required. To this end, the Board (including its duly constituted committee/s, wherever permissible), shall have the power to amend any of the provisions of this Policy, substitute any of the provisions of this Policy with a new provision or replace this Policy entirely with a new policy.
- 8.2. This Policy shall be subject to review / changes as may be deemed necessary and in accordance with regulatory amendments from time to time.

9. DISSEMINATION OF POLICY

- 9.1. As per the provisions of the Listing Regulations, the Policy shall be disclosed on the website of the Company and to the stock exchanges on which the Company's securities are listed.
- 9.2. This Policy shall also be disseminated to the employees of the Company.
- 9.3. In case of any clarifications required with respect to this policy, kindly contact, Company Secretary & Head – Compliance at legal@aonesteelgroup.com