



BANSWARA SYNTEX LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS/INFORMATION

1. Background and Objective

Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the “**Listing Regulations**”) that came into effect from December 1, 2015, requires every listed entity to have a policy, approved by its board of directors, for determination of materiality for making disclosures of event/information.

This Policy for Determination of Materiality of Events or Information (the “Policy”) is aimed at providing guidelines to the Management of Banswara Syntex Limited (“**the Company**”), to determine the materiality of events or information, which could affect the investment decisions and to ensure timely and adequate dissemination of information to the stock exchanges, where the equity shares of the Company are listed.

The Policy also aims at assisting relevant employees of the Company in identifying any potential material event or information and reporting the same to the authorized Key Managerial Personnel, for determining the materiality of the said event or information, and for making the necessary disclosures to the Stock Exchanges.

2. Basic Principles

The Policy is based on the following basic principles:

Materiality: To ensure that all material events/ information become public or made generally available.

Timeliness: The Company shall make disclosure of events specified in Listing Regulations, as may be amended from time to time, to the stock exchanges within specified timelines.

Transparency: To make disclosure of material events/ information with sufficient details that boosts investor confidence.

BANSWARA SYNTEX LIMITED

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3. Criteria for determination of materiality of events / information

Materiality criteria shall be determined on a case-to-case basis depending on specific facts and circumstances relating to the event/information as mentioned in Para B of Part A of Schedule III of the Listing Regulations. In order to enable determining whether a particular event/information is material in nature, following criteria shall be considered and shall be disclosed by the Company to the Stock Exchange, if considered material,

- 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; or
 - b) significant market reaction if the said omission came to light at a later date;
 - c) 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;
- 2) In case where the criteria specified above in (a) to (c) 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.

Note :- In case value or the expected impact in terms of value exceeds any of the limit as mentioned above shall be treated as material and will be intimated to stock exchanges as per timelines prescribed in Listing Regulation.

4. Contents and timelines for disclosure

Disclosure shall be made upon occurrence of a material event/information. The time for disclosure shall be in accordance with the Listing Regulations and other relevant SEBI Circulars, as issued from time to time.

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The Company shall provide such details while making a disclosure of each material event/information which are mentioned in the circular/ Master Circulars / Guidelines issued by SEBI from time to time.

- a) 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:
- (i) 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 Board Meeting closes during the normal trading hours of that day;
 - (ii) Three hours 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 Board Meeting closes after the normal trading hours but more than 3 hours before the beginning of the normal trading hours of the next trading day.

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.

- (iii) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the Company;
- (iv) 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 listed entity 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

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Provided further that disclosure with respect to events for which timelines have been specified in Part A of Schedule III 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.

Normal trading hours shall mean time period for which the recognized stock exchanges are open for trading for all investors.

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

5. Market Rumour Verification

With effect from such other date as may be prescribed by SEBI under the Listing Regulations, and as applicable to the Company, 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 which is not general in nature and which indicates that rumour of an impending specific event or information is circulating amongst the investing public, as soon as reasonably possible but in any case not later than 24 hours from the trigger of material price movement. If the Company confirms the reported event or information, it shall also provide the current stage of such event or information. Until then, the Company may on its own initiative also, confirm, deny or clarify any reported event or information to Stock Exchange(s).

6. Authority

Pursuant to Reg.30(5), the Board has authorized Whole time Directors viz. Chairman, Managing Director, Jt. Managing Director, Key Managerial Personnel of the Company, viz. the Chief Financial Officer or Company Secretary or all or any of them, to determine the materiality of event or information which would qualify for disclosure under Regulation 30.

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The Board has authorized Managing Director, Chief Financial Officer or Company Secretary to disclose the material event or information to the Stock Exchange.

The contact details of the authorized personnel(s) shall also be disclosed to the Stock Exchange(s) and shall be uploaded on the website of the Company.

7. Disclosure on the website of the Company

All such events or information which has been disclosed to stock exchanges under the Listing Regulations shall be made available on the Company's website. Such events or information shall be placed on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the Company. The Policy and the contact details of the persons authorized by the Board shall be available on the website of the Company.

8. Review

The Board of Directors of the Company can review as and when any changes are to be incorporated in the policy due to change in the Regulations or as may be felt appropriate and the Policy may be amended / updated / substituted / replaced accordingly.

9. Amendment

In any circumstance where the terms of this Policy differ from any Laws, Rules, Regulations, Notifications, etc. for the time being in force, the Laws, Rules, Regulations, Notifications, etc. shall take precedence over this Policy.

This Policy shall be deemed to have come into force with effect from date of its adoption it means date of date of review and approval as mentioned in policy.

The provisions of the Act, and relevant Regulations of the Listing Regulations (including any amendment thereto from time to time) to the extent applicable, shall apply in addition to this policy.

Reviewed and Approved at the meeting of the Board of Directors held on 29th January, 2025

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