

POLICY ON DETERMINATION AND DISCLOSURE OF MATERIALITY OF EVENTS AND INFORMATION

Preamble:

The purpose of this policy for determination of materiality for disclosure of event/ information ("Policy") is to fix the criteria for determination of materiality of events/ information in relation to the Castle Traders Limited ("CTL") to ensure timely and adequate disclosure of material event/ information to the stock exchanges.

The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR") under its Regulation 30(4)(ii) requires every listed Company has to formulate a policy for determination of materiality of an event/information for the purpose of making disclosures to the stock exchanges and such policy is required to be disclosed on the Company's website.

Further, Para B of Part A of Schedule III of the Listing Regulations provides a list of events for which the disclosure have to be made to the stock exchanges based on the application of certain guidelines on materiality prescribed under the Listing Regulations.

Considering the aforesaid requirements, the Company has formulated this policy for determining the materiality of an event/information for the disclosures to be made by the Company to the stock exchanges.

This policy shall be read together with CTL Code of Conduct ("the policy") for prevention of Insider Trading formulated under Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

Criteria for determining of materiality of events / information:

The Company shall consider the following criteria for determination of materiality of event/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 in significant market reaction if the said omission came to light at a later date;
- c) In case where the criteria of an event / information does not fall in the first two categories, but still in the opinion of the board of directors are considered material.

Where it would be difficult to report the event based on the qualitative criteria as stated in sub clause (a) and (b) above, the same may be considered material for disclosure, upon meeting materiality thresholds as mentioned herein below:

Quantitative Criteria:

- (a) exceeds ten percent of the consolidated gross turnover, or
- (b) exceeds ten percent of the consolidated networth; *whichever is lower.*

Scope:

The Company is required to apply the above mentioned criteria for determination of materiality of the event/information mentioned below:

1. Commencement or postponement of the date of commercial production or operation of any unit / division.
2. 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
3. Capacity addition or new product launch.
4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof
6. Disruption of operations of any one or more units or division of the listed entity due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
7. Effects arising out of change in regulatory framework applicable to the listed entity.
8. Litigation / dispute / regulatory action(s) with impact.
9. Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
10. Options to purchase securities including any ESOP/ESPS Scheme.
11. Giving of guarantees or indemnity or becoming a surety for any third party
12. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
13. Any other information/event 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. and brief details thereof and any other information which is exclusively known to the listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.
14. Without prejudice to the generality above, the listed entity may make disclosures of event/information as specified by the Board, from time to time.

This Policy is approved by the Board of Directors at their meeting held on November 10, 2022

Authority for determination of Materiality of event/ information and disclosure to the Stock Exchanges:

Any transaction, event or information relating to the Company that might fall within the scope, as specified above, is required to be reported immediately by the employees of the Company at the below contact details:

Mr. R. Manoranjan, Company Secretary, Castle Traders Limited,
No. 617, Bharat Kumar Bhavan, Anna Salai, Chennai – 600006,
Phone: +91-044-4226 9666
Email ID: cs@khivrajmail.com

Who will then determine the materiality of the event/information and will ensure that adequate disclosures with respect to such material events/information are made to the stock exchanges within the timeline prescribed under the Listing Regulations.