

THE INDUSTRIAL & PRUDENTIAL INVESTMENT CO. LTD.

Regd. Office :

125, Maker Chambers III, Nariman Point,
Mumbai - 400 021 • Telephone : 2285 4243
Email : indpru@vsnl.net

Ref: 160008-0216

Date: February 11, 2016

TO
MS. BHUVANA SRIRAM
Relationship Manager,
Corporate Relationship Department,
BSE Limited,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
MUMBAI - 400 023.

Dear Sirs,

Ref: COMPANY CODE: 501298

Sub: *Policy for determination of materiality of events or information*

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company have adopted the above policy.

The same will be placed on the website of the Company.

Thank you,

Yours faithfully,
For THE INDUSTRIAL & PRUDENTIAL INVESTMENT CO. LTD.


(A. V. SETALVAD)
CHAIRMAN

Encl: As above.

THE INDUSTRIAL & PRUDENTIAL INVESTMENT CO. LTD.
CIN: L65990MH1913PLC000374

**POLICY FOR DETERMINATION OF MATERIALITY OF
EVENTS OR INFORMATION**

1. INTRODUCTION

This Policy has been formulated in accordance with the current guidelines laid down by Securities Exchange Board of India under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to disclosure of events and information.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has formulated the "Policy for Determination of Materiality of Events or Information". The Board shall review, and if found required, may amend this Policy from time to time.

2. OBJECTIVE

The objective of this Policy is to ensure that timely and adequate disclosure 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.

3. INTRODUCTION

- (a) "**Act**" means the Companies Act, 2013 (and the Rules) and the Companies Act, 1956 to the extent applicable.
- (b) "**Board**" means the Board of Directors of the Company.
- (c) "**Company**" means The Industrial & Prudential Investment Co. Ltd.
- (d) "**Key Managerial Personnel**" means key managerial personnel as defined under sub-section (51) of section 2 of the Companies Act, 2013.
- (e) "**Listing Regulations**" means the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- (f) **“Policy”** means this policy, as amended from time to time.
- (g) **“SEBI”** means the Securities and Exchange Board of India.
- (h) **“Rules”** means the rules made under the Companies Act, 2013.
- (i) **“Stock Exchange(s)”** means BSE Limited where the equity shares of the Company are listed.

4. 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 guidelines for materiality as specified in sub-regulation (2) of Regulation 30 of the Listing Regulations.

5. EVENTS WHICH ARE DEPENDENT ON APPLICATION OF GUIDELINES FOR MATERIALITY

The Company shall disclose all such material events pertaining to itself or its subsidiary(ies), 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

Quantitative criteria would be calculated based on audited financial statements of the previous financial year, and would mean event/ information where the value involved or the impact:

- (a) exceeds ten per cent of the consolidated gross income, or
- (b) exceeds ten per cent of the consolidated net worth; whichever is lower.

Qualitative criteria would mean an 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; or

- (c) any other event/information may be treated as being material if in the opinion of the Board of Directors of Company, the event / information is considered material.

6. AUTHORIZED KEY MANAGERIAL PERSONNEL (KMP)

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


- a. Managing Director
- b. Chief Financial Officer
- c. Company Secretary

7. AMENDMENTS

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

8. 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 and the part(s) so repugnant shall be deemed to severed from the Policy and the rest of the Policy shall remain in force.



Chairman