

HET/SECY/2016/04/
Dated 11.04.2016

The Corporate Relationship Deptt.
BSE Limited,
1st Floor,
P.J.Towers,Dalal Street,
Mumbai-400001.

Sub: Company Code No.505725

Reg: Compliance under regulation 30 & 9 SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

Dear Sir,

As required under regulations of Securities and Exchange Board of India(Listing Obligations and Disclosure Requirement)Regulations ,2015, please find attached herewith(scanned copy of draft duly initialed by the chairman of the Board) policies of determination maternity under regulation 30 and policies for preservation of documents under regulation 9, duly approved by the Board of Directors of the company in their meeting held on 31st March,2016.

Further, please note that although, the policies have been approved by the Board now we are already complying with the said new listing regulations wef 1/12/2015 and group/committee was constituted to decide on the matter of materiality of the events in the Board meeting held on 17/11/2015

Further, please note that the undersigned Company Secretary/compliance officer has been authorized by the Board to communicate/disclose all such events to Bombay Stock Exchange and uploading of the same on website of the company.

Thanking you,

Yours faithfully,
For Hindustan Everest Tools Limited



Govind Deora
Company Secretary/compliance officer
Mb:- +91 9810644225
Landline:- +91 11 46692600
Email:-gdeora@everesttools.com

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Policy for determination of materiality of Hindustan Everest Tools Limited under Regulation 30 (4) (ii) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 (EFFECTIVE FROM 01/12/2015)

POLICY ON DETERMINING MATERIALITY OF EVENTS

I. STATUTORY MANDATE & OBJECTIVE

In compliance with the SEBI, (listing Obligations and Disclosure Requirements) Regulations, Company has laid down procedures to determine the materiality of the events & information and disclose the material events to the Stock Exchanges. The Board of Directors of the Company shall periodically review the materiality policy of the Company.

II. DISCLOSURE OF EVENTS OR INFORMATION

The Company shall make disclosures of any events or information which are material according to Board of directors of the Company or person delegated by the Board of Directors in this regard.

- (A) Upon occurrence of Events, as specified in Annexure A, and as specified in Part A of Schedule III of SEBI (LODR) Regulations, 2015, the Company shall forthright make disclosure of such events without any application of guidelines for materiality.
- (B) Upon occurrence of Events, as specified in Annexure B and as specified in Para B of Part A of Schedule III of SEBI (LODR) Regulations, 2015, the Company shall make disclosure of such events based on the guidelines for materiality.
- (C) Any other information /event viz. 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 Company 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.
- (D) All events or information with respect to Subsidiaries/ Associates which are material for the Company shall be disclosed

to the Stock exchanges.

Without prejudice to the generality of events specified in Annexure A, B and clause C above, the Company make disclosures of event/information as specified by SEBI from time to time.

III. CRITERIA FOR DETERMINING MATERIALITY OF EVENTS / INFORMATION

- All the omission. of an event or information, which is likely to result in discontinuity or alteration of event or information already available publically ; or
- 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
- In case where the criteria specified in sub clauses (a) & (b) are not applicable, an event/information may be treated as being material if in the opinion of the board of directors, the event/ information is considered material.

IV. AUTHORITY & TIMEFRAME TO DISCLOSE EVENTS:-

1.The company shall authorize the Board of Directors or a committee of Managerial Personnel for the purpose of determining materiality of an event or information and for the purpose of making disclosures to the Stock Exchanges.

2. The contact details of such authorized personnel will be disclosed as required under the Regulations including on the company's website

3. The Company shall first disclose to stock exchange(s) of all events / information,as specified in Annexure A, as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information.

4. Outcome of Board meetings shall be disclosed within 30 minutes of the closure of the Board meeting

5. Any material developments on any event disclosed to the stock exchanges shall be updated on regular basis till such event is resolved.

6. All disclosures made to the Stock exchange shall be disclosed on the company's website all such events for a minimum period of five

years and thereafter as per the archival policy of the Company .

ANNEXURE A

Events which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of regulation (30):-

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.

Explanation.- For the purpose of this sub-para, the word 'acquisition' shall mean,-

(i)acquiring control, whether directly or indirectly; or,
(ii)acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that -

(a)the listed entity holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;

(b)there has been a change in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.

2. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.

3. Revision in Rating(s).

4. Outcome of Meetings of the board of directors: The listed entity shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following:

a) dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;

b) any cancellation of dividend with reasons thereof;

c) the decision on buyback of securities;

d) the decision with respect to fund raising proposed to be undertaken

e) increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;

f) reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to;

g) short particulars of any other alterations of capital, including

calls;

h) financial results;

i) decision on voluntary delisting by the listed entity from stock exchange(s).

5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.

6. Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.

7. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer.

8. Appointment or discontinuation of share transfer agent.

9. Corporate debt restructuring.

10. One time settlement with a bank.

11. Reference to BIFR and winding-up petition filed by any party /creditors.

12. Issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the listed entity.

13. Proceedings of Annual and extraordinary general meetings of the listed entity.

14. Amendments to memorandum and articles of association of listed entity, in brief.

15. Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;

ANNEXURE-B

Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30):-

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations 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, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
3. Capacity addition or 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. Effect(s) arising out of change in the regulatory framework applicable to the listed entity

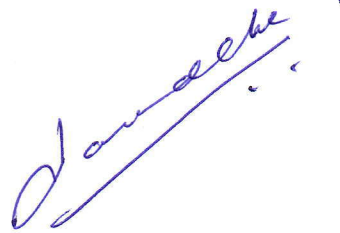
8. Litigation(s) / dispute(s) / regulatory action(s) with impact.

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.



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Policy for Preservation of Documents of Hindustan Everest Tools Limited Under Regulation 9 of the SEBI (Listing' Obligations and Disclosures Requirements) Regulation, 2015
(effective from 1/12/2015)

I. STATUTORY MANDATE & OBJECTIVE

The policy on preservation of documents is mandated by the provisions of Chapter III of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 to 'safeguard significant documents and preserve them to ensure durability of documents including documents in electronic form. This policy may be reviewed by Board of Directors and amendments made to comply with any requirements under any statute or regulation, from time to time.

II. PROCESS:

A) Permanent Preservation:

1. All documents filed with Ministry of Corporate Affairs.
2. All documents filed with SEBI / BSE .
3. All interim and final court orders in the matter relating to company.
4. All documents filed with Tax Authorities in Income Tax, Services Tax, VAT & similar tax authorities.
5. All permits, licenses, authorization from any statutory authorities. Audited Financial Statements.
6. Documents relating to investment in holdings /subsidiaries.
7. Any other document required to be preserved permanently under any law/statute.

B) Preservation for 8 years:

1. Bank, cash vouchers, payment vouchers, warrants.
2. Bank statements.



3. Purchase bills, Sales invoices, Debit / credit notes, etc. Accounting records.
4. Any documents related to correspondence with Customers.
5. Any other documents required to be preserved for 8 years under any law /statute.

C) Other Documents may be stored and preserved in physical form or electronic form, after the completion of the relevant transactions, for such period as may be required.

III. ELECTRONIC DOCUMENTS INCLUDING EMAIL RETENTION AND BACK UP:-

1. All e-mail from internal and external sources to be deleted after they cease to be of current use.
2. Employees should keep emails related to current business issues.
3. I.T Department would archive email for 7 years on email archival server after the employees have deleted it, post which time the email will be permanently deleted.
4. Employee will not store or transfer the Company related emails on non except as necessary or appropriate with due approvals from the respective Head of Department.
5. Employees will take care not to send confidential information to outsiders.

IV. WEB PAGE FILES:

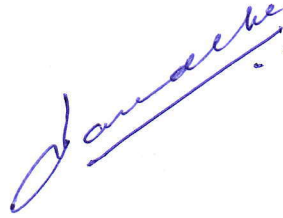
1. All such events / information hosted on the Company's website shall be retained for a period of 5 years as specified in SEBI's LODAR Regulations, 2015.
2. After the initial period of 5 years, documents / information (except documents of permanent nature) shall be archived by the IT Department for a further period of 3 years.



3. Documents of permanent nature, uploaded on the Company's website, shall be archived by the IT Department.

V. RESPONSIBILITY:

The responsibility for preservation of the documents will be on the concerned department heads. Head - IT will be responsible for all the documents preserved in electronic mode.

A handwritten signature in blue ink, written diagonally. The signature appears to be "D. S. S. S." or similar, with a horizontal line underneath the main part of the signature.