
PRIMO CHEMICALS LIMITED

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS OR INFORMATION

(Modified by Board of Directors on 30th May, 2025)

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Introduction

Regulation 30(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI LODR Regulations") requires every listed entity to frame a policy for determination of materiality of events or information that requires appropriate disclosure to the Stock Exchange(s).

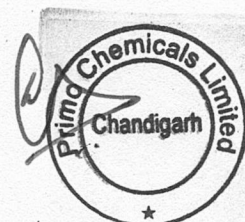
Accordingly, the Policy for determination of materiality of events or information for Primo Chemicals Limited (hereinafter referred to as "the Company") is here by framed pursuant to Regulation 30 of SEBI LODR Regulations, as amended, setting forth the elementary aspects regarding disclosure practice to be followed by the Company.

The disclosures under this Policy shall also be governed by the Circulars issued by SEBI and relevant Industry Standards on Regulation 30 of the SEBI LODR Regulations, as amended from time to time.

The Policy applies in respect of disclosure of material events in relation to the Company, its Directors, Promoters, Key Managerial Personnel, Senior Management Personnel as required under the applicable laws.

Definitions

- a. "Board" or "Board of Directors" shall mean the Board of Directors of the Company.
- b. "Key Managerial Personnel" or "KMP" means the personnel as defined under Section 2(51) of the Companies Act, 2013, read with the rules and regulations issued thereunder, as amended from time to time;
- c. "Managing Director" shall mean the person so appointed in terms of the Companies Act, 2013.
- d. "Executive Director" means a Whole Time Director as defined in clause (94) of section 2 of the Act"
- e. "Company Secretary" or "Secretary" means a company secretary as defined in clause (c) of sub-section (1) of section 2 of the Company Secretaries Act, 1980 (56 of 1980) who is appointed by a company to perform the functions of a company secretary under this Act;
- f. "Chief Financial Officer" or "Whole Time Finance Director" or "Head of Finance", by whatever name called, shall mean the person heading and discharging the finance function of the listed entity as disclosed by it to the recognized stock exchange(s) in its filing under these Regulations;
- g. "Promoter" and "Promoter Group" shall have the same meaning as assigned to them respectively in clauses (oo) and (pp) of sub-regulation (1) of regulation 2 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- h. "Stock Exchanges" means such recognized Stock Exchanges, where the Equity Shares of the Company are listed.



Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the SEBI LODR Regulations or any other applicable law or regulation to the extent applicable to the Company.

Designated Authority for evaluating Events/Information as 'material'

The Regulations provide that the Board of Directors of the Company shall authorize one or more Key Managerial Personnel (KMP) for the purpose of determining materiality of an event or information and for the purpose of making disclosure to the Stock Exchanges under the Regulations. To determine the materiality of an event or information and to make appropriate Disclosure to the Stock Exchanges, the Board of Directors may authorize the following Key Managerial Personnel (KMPs) of the Company:

1. Managing Director
2. Executive Director
3. Company Secretary
4. Chief Financial Officer

The above-said KMPs, jointly or severally, shall take a view on the materiality of an event or information qualifying for disclosure under Regulation 30 of the SEBI LODR Regulations, decide the appropriate time at which such disclosure is to be filed with Stock Exchange(s), subject to the specific timelines provided under the applicable Regulations, and details that may be filed in the best interest of the present and potential investors.

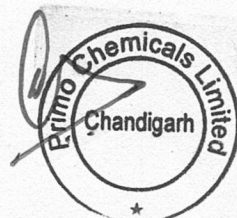
The above-said KMPs, jointly or severally authorized for making disclosures of such material events or information, to the Stock Exchange(s).

The contact details of the above KMPs shall be disclosed to the Stock Exchange(s) as well as placed on the website of the Company.

Criteria for Determining Materiality

While determining whether an event or information is material, the designated authority shall consider the criteria given in sub-regulation (4) of Regulation 30 of the SEBI LODR Regulations, enumerated herein below-

- a. An event/ information shall be treated as material if in the opinion of the Board of Director the Company, the event/information is considered as material.
- b. Events specified in Para A of Part A of Schedule III shall be deemed to be material events and the designated Authority/Company shall make disclosure of such events without application of materiality criteria.
- c. For events other than as specified in (a) and (b) above, the designated Authority shall apply the following guidelines to decide the materiality of the event(s), as specified in sub-regulation 4 of Regulation 30 of SEBI LODR Regulations:
 - a. The omission of an event or information which is likely to:
 - (i) result in a discontinuity or alteration of an event or information already available publicly; or
 - (ii) result in significant market reaction if the said omission came to light at a later date;
 - b. The omission of an event or information whose value or the expected impact in terms of value exceeds the lower of the following:



- (i) 2% of turnover as per the last audited consolidated financial statements of the Company;
- (ii) 2% 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;
- (iii) 5% of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the Company.

Additionally, the disclosure of material event(s) shall be guided by analysis of various parameters, as articulated in Industry Standards on Regulation 30 of SEBI LODR Regulations.

Disclosures

The Company shall first disclose to the Stock Exchange(s) all events or information which are material in terms of the provisions of this Policy as soon as reasonably possible and in any case not later than the timelines prescribed under SEBI LODR Regulations and Industry Standards under Regulation 30.

Disclosure on Website

All events or information, as disclosed to the Stock Exchange(s) under this Policy shall be disclosed on the website of the Company www.primochemicals.in and such disclosures shall be hosted on the website for a minimum period of five years and thereafter as per the Archival Policy of the Company.

Amendments/Modification of the Policy

In case of any subsequent changes in the provisions of Acts, the applicable Regulations, Circulars, Notifications and relevant Industrial Standards, as amended time to time, are deemed to be applicable to this Policy, and in case of any inconsistency, the provisions of such law would prevail over the Policy and the provisions in the Policy would be modified in due course to make it consistent with law.

The Policy shall be placed on the website of the Company.

