POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

A. INTRODUCTION

The Policy applies to the disclosure of material events in relation to Techno Electric & Engineering Company Limited ("Techno Electric"), its subsidiaries, Directors, Promoters, Key Managerial Personnel, Senior Management Personnel as required under Regulation 30 and other applicable regulations (if any) under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), and other relevant rules and statutes including circulars, clarifications, guidelines or other relevant regulatory guidance (by whatever name called) (hereinafter referred to as the "**Applicable Laws**") have been considered while drafting this Policy for determining Materiality for Disclosures (the "Policy"). This Policy is in addition to and does not derogate from other applicable policies of Techno Electric relating to the disclosure of information from time to time.

B. AUTHORISED PERSONS

The Company Secretary is responsible for the disclosure process. The contact details of the Company Secretary are: Mr. Niranjan Brahma, Email: niranjan.brahma@techno.co.in; desk.investors@techno.co.in, Tel. No. 033 40513309 and Mobile No. +91 9831803922.

The Managing Director ("MD"), Chief Executive Officer ("CEO"), and Chief Compliance Officer ("CCO") shall determine materiality of information/events and the dissemination of the same as covered by this Policy. The MD shall pre-approve, in consultation with the Chief Financial Officer ("CFO") and CCO, any deviation from the policies and procedures outlined in this Policy. The Company Secretary, being the Chief Compliance Officer will be the single point of contact for the above signatories who are authorized to determine materiality and make dissemination covered by this policy.

The Senior Management Personnel and such other persons, as determined by the aforesaid authorized persons, shall be relevant employees for the purpose of this Policy, to identify potential event or information pertaining to their functional roles and report the same to the aforesaid Authorized Persons. The manner and timing of communication, and the details to be communicated, shall be as specified by Techno Electric from time to time.

Board of Directors, CEO, CFO, Key Managerial Personnel, Senior Management Personnel, Subsidiary and all other words not defined herein shall have the same meaning as assigned to those terms under the Listing Regulations, the Companies Act, 2013 ("**Act**") or any other applicable laws or regulations, as the case may be.

C. MATERIALITY ASSESSMENT

1. Any information or event, whether positive or negative, should be regarded as "material" if it meets the qualitative and/or quantitative criteria for materiality set out in this Policy, or is deemed to be material under the Applicable Laws. Materiality will be determined on a case-to-case basis depending on specific facts and circumstances relating to the information/event and the Applicable Laws.

2. The definition of materiality shall in no case be less expensive than those under the Listing Regulations.

3. Events listed in Para A – Part A of Schedule III of Listing Regulations, shall be deemed to be material and shall be disclosed without application of materiality criteria.

4. Events/information listed in Para B – Part A of the Schedule III of the Listing Regulations, shall be considered material if it satisfies the materiality criteria stated below:

I. Qualitative Criteria

(a) the omission of such event or information is likely to result in discontinuity or alteration of event or information already available publicly; or
(b) the omission of such event or information is likely to result in significant market reaction if the said omission came to light at a later date; or

II. Quantitative Criteria

If the value or the expected impact in terms of value of such event or information exceeds the lower of the following:

(a) two percent of turnover, as per the Company's last audited annual consolidated financial statements;
(b) two percent of net worth, as per the Company's last audited annual consolidated financial statements, except in case the arithmetic value of the net worth is negative;
(c) five percent of the average of absolute value of profit or loss after tax, as per the Company's last three audited annual consolidated financial statements.

However, in any instance, if all of the three parameters specified above is not relevant to an event, then the materiality provisions of Listing Regulations be applied by assigning each one on a one-to-one basis. It can be said that since there are separate thresholds of 2% of turnover, 2% of net worth and 5% of average PAT, each of such values can be applied individually and a particular threshold would be relevant and applicable depending on the nature of the event or information being assessed. For instance, any event which has an impact on the turnover or profits of the Company can be considered material by comparing the value of such event/information with 2% of the consolidated turnover or 5% of the average PAT respectively.

Accordingly, for every event / information listed in Para B - Part A of Schedule III of the Listing Regulations, reference can be made to the circular(s) and FAQ(s) issued by SEBI or Stock Exchanges from time to time.

5. Not with standing anything stated above, the Board of Directors of the Company may prescribe any other criteria, from time to time, to determine materiality of events/information under this Policy. However, such criteria shall not dilute the requirements prescribed under the Listing Regulations.

D. TIMELINES FOR DISCLOSURE

The Company shall disclose all events or information within the timelines specified in the Applicable Laws.

E. DISCLOSURE OF THE POLICY

This Policy be valuable on the website of the Company.

F. EVENTS / INFORMATION WITH RESPECT TO SUBSIDIARIES

The Company shall disclose all events or information with respect to Subsidiaries as are required under Applicable Laws.

G. VERIFICATION OF MARKET RUMOUR

The Company shall confirm, deny, or clarify, upon material price movement as may be specified by stock exchanges/SEBI, any reported event/information in the mainstream media that is not general in nature and that indicates that rumours of an impending specific event/information are circulating among the investing public within the timelines specified under law. The confirmation/denial/clarification shall be made as per regulation 30(11) of the Listing Regulations, as amended from time to time, circulars/notifications issued by SEBI/stock exchanges in this regard and in accordance with Industry Standard Note on verification of market rumors under Regulation 30(11) issued by Industry Standard Forum ('ISF').

The requirements under Regulation 30(11), in respect of confirmation/denial/clarification of market rumors, are only applicable to market rumors that are reported in the specified 'mainstream media'. It shall not be applicable to market rumours that are vague or general in nature.

Social media platforms are excluded from the ambit of mainstream media. Mainstream media shall cover (i) the specific news sources set out in the Industry Standard Note on verification of market rumours under Regulation 30(11); and (ii) the list of English business/financial news sources of the foreign jurisdiction identified by the Board of Directors, where the Company has material business operations.

H. LIMITATION, REVIEW AND AMENDMENT

In the event of any conflict between the provisions of this Policy and of the Applicable Laws, the provisions of Applicable Laws shall prevail over this Policy. Any subsequent amendment/modification to the Applicable Laws shall automatically apply to this Policy.

The Board may review and amend this Policy from time to time, as may be deemed necessary.



Mr. Padam Prakash Gupta
Managing Director

Policy	Version	Adopted	Revised
Policy for determining materiality for disclosures	1.0	25 May 2023	25 May 2026