

SHRADHA INFRAPROJECTS (NAGPUR) LIMITED

CIN - U45200MH1997PLC110971

Registered Office Address - Block No F/8, Shradha House, Near Shri Mohini Complex,
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POLICY ON MATERIALITY FOR THE DISCLOSURES MADE IN THE OFFER DOCUMENT

The Company proposing to list its Equity Shares on the SME Platform of the Stock Exchange/s required to formulate the Policy on Materiality for the disclosure/s made in the offer document as to Litigations, Group Companies and Outstanding Dues to Creditors of the Company, which provides :-

1. Definitions

All other words and expressions used but not defined in this Policy, but defined in the SEBI Act, 1992, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and/or the rules and regulations made there under shall have the same meaning as respectively assigned to them in such Act, rules, regulations, any statutory modification or re-enactment thereto, as the case may be.

2. Purpose of the Policy

The purpose of this Policy is to determine materiality for the disclosure/s made in the offer document as to Litigations, Group Companies and Outstanding Dues to Creditors of the Company.

3. Criteria for determination of materiality

The Company shall consider the criteria as specified hereunder for determination of materiality for the disclosure/s made in the offer document as to Litigations, Group Companies and Outstanding Dues to Creditors of the Company.

A. LITIGATIONS

The Company shall disclose all the litigations involving the issuer / its directors / promoters / group companies / subsidiaries related to :-

- (i) All criminal proceedings;

- (ii) All actions by statutory / regulatory authorities;
- (iii) Taxation - Separate disclosures regarding claims related to direct and indirect taxes, in a consolidated manner giving details of number of cases and total amount;
- (iv) All other pending litigations filed or pending against the Company where the amount claimed by or against the Company / Promoter / Group Company / Subsidiary exceeds an amount of Rs. 10,00,000/- [Rupees Ten Lakh];

B. GROUP COMPANIES

Group Company(ies) shall be considered to be material if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year exceeds 10% [ten percent] of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The Company shall make relevant disclosure before the Audit Committee / Board as required by the applicable law.

C. OUTSTANDING DUES TO CREDITORS

The Company shall make relevant disclosures in the offer document for such creditors as referred hereunder :-

- (i) Consolidated information on outstanding dues to small scale undertakings (SSI) and Micro Small & Medium Enterprises (MSME), separately giving details of number of cases and amount involved if the same exceeds the threshold limit of Rs. 1,00,000/- [Rupees One Lakh] and the credit period of forty-five [45] days as applicable in the law;
- (ii) Complete details about outstanding dues to other creditors if the amount due to any one of them exceeds 10% of the total outstanding towards creditors of the Company as per the last audited financial statements of the Company.

4. Disclosure of events or information

The Company shall make full disclosure/s in the offer document as to Litigations, Group Companies and Outstanding Dues to Creditors of the Company.

5. Authorization to Key Managerial Personnel ('KMP') for determining materiality as to Litigations, Group Companies and Outstanding Dues to Creditors of the Company

The Board of Directors of the Company do hereby authorise Mr. Sunil Raison, Managing Director, Mr. Siddharth Raison, Chief Financial Officer (CFO) and CS Preeti Pacheriwala, Company Secretary and Compliance Officer of the Company for the purpose of determining materiality as to Litigations, Group Companies and Outstanding Dues to Creditors of the Company.

6. Policy Review & Disclosure

In case of any subsequent changes in the Regulations which make any of the provisions in the policy inconsistent with the applicable regulations, the provisions of the regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with law.

This Policy shall be reviewed by the Board of Directors as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the Board. Any changes or modification in the Policy would be approved by the Board of Directors and the decision of the Board in this respect shall be final and binding.

7. Policy Severable

This policy constitutes the entire document in relation to its subject matter. In the event that any term, condition or provision of this policy being held to be a violation of any applicable law, statute or regulation, the same shall be severable from the rest of this policy and shall be of no force and effect, and this policy shall remain in full force and effect as if such term, condition or provision had not originally been contained in this policy.

This Policy has been approved and adopted by the Board of Directors of the Company at its meeting held on 15th September 2017.
