

POLICY FOR DETERMINATION OF MATERIAL EVENTS

1. Introduction:

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”) every Listed entity is required to frame a policy for determining materiality of an event or information and accordingly is required to make disclosure of such event/ information based on the policy. In compliance with this requirement, the Board of Directors have framed the policy to disclose events or information which, in the opinion of the Board of Directors of Company. The said policy was adopted with the objective of determining materiality of events.

2. Definition

“Board of Directors” or “the Board” means the Board of Directors of **PCS Technology Limited**, as constituted from time to time. “Company” means PCS Technology Limited “Listing Regulations” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. “Material Events” means events as specified in Schedule III to the Listing Regulations and upon the occurrence of which a listed entity shall make disclosures to stock exchange(s) and host such disclosures on the listed entity’s website. “Policy” means Policy for Determination of Material Events.

3. Determining Material Event: .

a) The events specified in Para A of Part A of Schedule III of the Regulations are deemed to be material events and such events shall be disclosed without any application of guidelines for materiality as specified in Regulation 30 (4) of the Listing Regulations.

b) The events specified in Para B of Part A of Schedule III of the Regulations, shall be disclosed upon application of guidelines for materiality as specified in Regulation 30 (4) of the Listing Regulations. Such events are mentioned below:

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. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
4. 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.
5. Disruption of operations of any one or more units or division of the Company due to natural calamity (earthquake, flood, fire, etc.), force majeure or events such as strikes, lockouts, etc.
6. Effect(s) arising out of change in the regulatory framework applicable to the Company.

7. Litigation(s) / dispute(s) / regulatory action(s) with impact.
8. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
9. Fraud/defaults etc., by directors (other than key managerial personnel) or employees of the Company.
10. Options to purchase securities including any ESOP/ESPS Scheme.
11. Giving of guarantees or indemnity or becoming a surety for any third party.

c) Any other events/ information which is likely to affect the business of the Company and such information/ events 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 shall be disclosed.

d) Apart from the events mentioned in a, b & c above, the listed entity may make disclosures of event/information as specified by the Board from time to time.

The Company shall disclose all the above Material events first to the stock exchange as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information. In the event the Company fails to make the disclosure within the time period, the Company shall also provide an explanation for such delay. All disclosures made under this policy shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the Company.

4. Criteria for determining materiality of events/ information:

Regulation 30(4)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 determines criteria for materiality of events/ information, which are as under:

- i) the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- ii) 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; iii) In case where the criteria specified in sub-clauses (a) and (b) are not applicable, an 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.

5. Authorization for disclosure:

The Board of Directors of the Company have duly authorized following authorized persons for the purpose of determining materiality of events/ information & for the purpose of making disclosure to the Stock Exchange; . i.e. Chairperson or Vice- chairman or Managing Director; or Company Secretary The name, designation and contact details of the Managing Director & CEO has been disclosed to the Stock Exchange.

6. Disclosure:

The Policy will be disclosed on the website of the Company viz. www.pcstech.com

7. Amendments to the Policy:

In case of any subsequent amendments to the Listing Regulations which make any of the provisions in the Policy inconsistent, the provisions of the Listing Regulations shall prevail. Any amendment in this policy shall be promptly disclosed on the Company's website pursuant to applicable laws and regulations, together with details about the nature of the amendments.