



NU TEK

NU TEK INDIA LIMITED

ARCHIVAL POLICY

*Regulation 30(8) of SEBI
(Listing Obligations and Disclosure Requirements)
Regulations, 2015*

1. SCOPE

Regulation 30(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates every listed entity is required to formulate an Archival Policy.

2. ARCHIVAL POLICY

In order to comply with the above mentioned Regulation, the company shall ensure that all the events disclosed by the company under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 shall be hosted on the web site of the company (www.nutek.in) under the head investor for a period of 5 years and thereafter will be archived for a period of 1 year.

3. EFFECTIVE DATE

The Board of Directors of M/s Nu Tek India Limited approved and adopted this Policy in its Board Meeting held on 24th December, 2015 and will be effective immediately.





NU TEK

NU TEK INDIA LIMITED

**POLICY FOR DETERMINATION OF MATERIALITY OF
ANY EVENT/INFORMATION**

*Regulation 30(4) of SEBI
(Listing Obligations and Disclosure Requirements)
Regulations, 2015*

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1. SCOPE

As per Clause 30(4)(ii) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Company requires to formulate a Policy for determination of "Materiality" of any Events/ Information. Therefore, in order to comply with the aforesaid regulation the Board of Directors of M/s Nu Tek India Limited framed a Policy for determining the Materiality of any Event/Information.

2. OBJECTIVE

The object of framing this policy is to ensure fair and timely manner of dissemination of information to the Stock Exchange(s) and to determine the materiality of any Events and Information based on the criteria specified in the regulation.

3. DISCLOSURE OF EVENTS/INFORMATION

a. without application of the guidelines for materiality

Events or information specifies in Para A of Part A of Schedule III of the Regulations are deemed to be material and these events are required to be disclosed irrespective of the application of criteria of Materiality specified in Clause 30(4)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These events are given in **Annexure I**.

b. On application of guidelines for materiality

The Events or Information specified in Para B of Part A of Schedule III of the SEBI regulations which will be disclosed based on the application of materiality specified in Clause 30(4)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These events are given in **Annexure II**.

4. CRITERIA FOR DETERMINATION OF MATERIALITY OF EVENT/INFORMATION

Clause 30(4)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that the company shall consider the following criteria for determination of Materiality of any Event/ Information:

- a. The Omission of an event or information which is likely to result in discontinuity or alteration of event or information already available publicly; or
- b. 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

c. 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, the event/information is considered material.

5. SEBI REQUIREMENTS FOR MATERIAL EVENTS AND INFORMATION

a. The listed entity shall first disclose to stock exchange(s) of all events, as specified in **Part A of Schedule III** of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, or information as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information; Provided that in case the disclosure is made after twenty four hours of occurrence of the event or information, the listed entity shall, along with such disclosures provide explanation for delay. Provided further that disclosure with respect to events specified in sub-para 4 of Para A of Part A of Schedule III shall be made within thirty minutes of the conclusion of the board meeting.

b. The listed entity shall, with respect to disclosures referred to in this regulation, make disclosures updating material developments on a regular basis, all such time the event is resolved/closed, with relevant explanations.

c. The listed entity shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website.

d. The listed entity shall disclose all events or information with respect to subsidiaries which are material for the listed entity.

e. The listed entity shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information; Provided that the stock exchange(s) shall disseminate information and clarification as soon as reasonably practicable.

f. The listed entity may on its own initiative also, confirm or deny any reported event or information to stock exchange(s).

g. In case where an event occurs or an information is available with the listed entity, which has not been indicated in Para A or B of Part A of Schedule III, but which may have material effect on it, the listed entity is required to make adequate disclosures in regard thereof.

6. AUTHORITY

Mr. Inder Sharma, Managing Director and Mr. Ashish Bankar, CFO of the Company are authorized to determine the materiality of any event/information and for making necessary disclosure to the Stock Exchange(s).

7. APPROVAL AND AMENDMENT IN THE POLICY

The Board of Directors of M/s Nu Tek India Limited shall have the authority for approval of the Policy for determination of Material Events or Information pursuant to Regulation 30 and any amendments in such policy shall be approved by the Board subject to the conditions that such amendments shall be in accordance with the Provisions of the Acts and Regulations.

8. INTERPRETATION

In case the terms of this Policy differ from any existing or newly enacted law, rule, regulation, the law, rule or regulation will take precedence over this policy from the effective date of such law, rule or regulation.

9. EFFECTIVE DATE

The Board of Directors of M/s Nu Tek India Limited approved and adopted this Policy in its meeting held on 24th December, 2015 and will be effective immediately.

ANNEXURE I

**SCHEDULE III OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015**

**PART A: DISCLOSURES OF EVENTS OR INFORMATION: SPECIFIED
SECURITIES**

The following shall be events/information, upon occurrence of which listed entity shall make disclosure to stock exchange(s):

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;

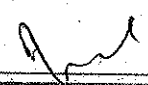
(b) there has been a change in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.

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.
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ANNEXURE II

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.

C. Any other information/event viz. major development that is likely to affect business, e.g. emergence of 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 listed entity 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. Without prejudice to the generality of para (A), (B) and (C) above, the listed entity may make disclosures of event/information as specified by the Board from time to time.

