



HCP Plastene
Bulkpack Limited

(Formerly known as Gopala Polyplast Limited)

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Policy for Determination of Materiality



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1. PREAMBLE

Securities and Exchange Board of India has notified Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"). The Policy is framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations) as amended from time to time.

2. OBJECTICS

The objective of the Policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality.

3. SCOPE

- 1) Regulation 30 of the Regulations mandates disclosure of all deemed material events to the Stock Exchanges. These events have been specified in Para A of Part A of Schedule III of the Regulations and shall be disclosed as applicable from time-to time.
- 2) For disclosure of certain events (as specified in Para B of Part A of Schedule III) to the Stock Exchanges the following criteria shall be considered by the Board for determining whether the events are material or not:-
 - 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. If in the opinion of the Board of Directors, the event / information is considered material.
- 3) An illustrative list of events / information which shall be disclosed to the stock exchanges without any application of the guidelines for materiality is attached as Annexure I.
- 4) The events / information which shall be disclosed upon application of materiality guidelines listed in this Policy is attached as Annexure II



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In the event any provisions of this Policy are contrary to or inconsistent with the SEBI (LODR) Regulation, 2015, the Act, the Listing Regulations or the circulars issued by SEBI in this regard or any other applicable law, this Policy shall stand modified to that extent. Without prejudice to the generality of events mentioned in Annexures, the listed entity may make disclosures of event/information as specified by the Board from time to time.

4. DEFINITIONS:

- 1) **“Act”** means the Companies Act, 2013, Rules framed thereunder and any amendments thereto.
- 2) **“Board of Directors”** or **“Board”** means the collective body of the Directors of the Company.
- 3) **“Company”**, **“This Company”**, **“The Company”**, wherever occur in the policy shall mean **“HCP Plastene Bulkpack Limited [Formerly Known as Gopala Polyplast Limited]”**.
- 4) **“Policy”** or **“This Policy”** means, **“Policy for Determination of Materiality”**
- 5) **“Regulations”** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto.
- 6) **“Schedule”** means a Schedule III of (Listing Obligations and Disclosure Requirements) Regulations, 2015
- 7) **“Website”** means website of the Company i.e. www.gopalapolyplast.com.

5. INTERPRETATION:

Terms that have not been defined in this policy shall have the same meaning assigned to them in the Companies Act, 2013, and / or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

- 1) The timing of occurrence of an event and/or availability of information has to be decided on a case to case basis, if it meets any of the following criteria-
 - a. the event or information is in any manner unpublished price sensitive information;



- b. the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly.
 - c. 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; and
 - d. any other event/information which is treated as being material in the opinion of the Board of Directors of the Company.
- 2) Events specified in the Annexure II to the policy would be considered material if the impact of the event
- (a) exceeds ten per cent of the consolidated gross turnover, or
 - (b) exceeds ten per cent of the consolidated net worth; whichever is lower.*

*The above thresholds shall be determined on the basis of the last annual audited consolidated financial statements of the Company

- 3) In case of natural calamities, disruptions etc. the events/ information can be said to have occurred when the Company becomes aware of the information.

7. AUTHORISATION FOR DETERMINATION OF MATERIALITY OF EVENT OR TRANSACTION OR INFORMATION

In compliance with Regulation 30(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the contact details of the Directors and Key Managerial Personnel(s) authorized by the Board to determine materiality of an event or information and for making disclosures to stock exchange are as under:

Name	Designation	Email-id	Contact Details
Mr. Prakash Parekh	Managing Director	prakash@champalalgroup.com	H.B. Jirawala House,13, Nav Bharat society Opp. Panchsheel Bus Stand, Usmanpura, Ahmedabad- 380013, Gujarat Tel No-+91-79 27550764
Mr. Bhavesh Jain	Director and Chief Financial Officer	cfo@hpbl.in	
Mr. Krushang Shah	Company Secretary	cs@hpbl.in	

8. POLICY REVIEW

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The board shall keep the policy updated as per applicable statutory guidelines.



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9. AMENDMENT

The Board shall have power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this policy entirely with a new Policy according to subsequent modification(s) / amendment(s) to Regulations. However, the amended regulatory requirements will supersede the Policy till the time Policy is suitably amended.



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ANNEXURE - I

A. Events which shall be disclosed without any application of the guidelines for materiality:

- 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 as defined in Part A of Schedule III of SEBI (LODR) 2015.
- 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 as specified in Part A of Schedule III of SEBI (LODR) 2015 which includes-
 - 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) Resignation of auditor including reasons for resignation



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- 9) Resignation of Independent Director including reasons for resignation and other details as specified
- 10) Appointment or discontinuation of share transfer agent.
- 11) Corporate debt restructuring.
- 12) One time settlement with a bank.
- 13) Reference to BIFR and winding-up petition filed by any party / creditors.
- 14) 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.
- 15) Proceedings of Annual and extraordinary general meetings of the listed entity.
- 16) Amendments to memorandum and articles of association of listed entity, in brief.
- 17) Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;
- 18) Information related to corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code as specified under scheduled
- 19) Initiation of Forensic audit with relevant information as specified in schedule.
- 20) Any other information as required under Part A of Scheduled III of SEBI (LODR) Regulation 2015

ANNEXURE - II

- A. Information as specified under Part B of Schedule III of SEBI (LODR) Regulation 2015.
- B. Any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, 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 company which may be necessary to enable the holders of securities of the company to appraise its position and to avoid the establishment of a false market in such securities. Without prejudice to the generality mentioned above, the Company may make disclosures of event/information as specified by the Board from time to time.



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- C. 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.