

KILBURN OFFICE AUTOMATION LIMITED

CIN: L27106WB1980PLC033140

Registered Office: VASUNDHARA BUILDING,
2nd Floor Space No.5 And 6, 2/7, Sarat Bose Road,
Kolkata – 700017, West Bengal
www.kilburnoffice.in

KILBURN'S POLICY FOR DETERMINATION OF MATERIALITY OF AN EVENT OR INFORMATION

PURPOSE:

In pursuance of the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR/Listing Regulations) the Board of Directors ('Board') of Kilburn Office Automation Limited (the "Company") hereby formulate the Policy for determination of materiality of an event or information which shall be called "Kilburn's Policy for determination of Materiality of an Event or Information" (the 'Policy') which is effective from December 1, 2015.

The purpose of this document is to enable the Company and all its subsidiaries to disclose any material events / information in accordance with the provisions of LODR. The policy is intended to provide guidance to the Board of Directors and Key Managerial Personnel (KMPs) of the Company, on determination of materiality. The policy lays down responsibility of the Company to make public such events / information which may materially affect its performance and securities prices.

The policy is framed to identify, categorize, review and disclose to the Stock Exchanges, the details of event / information which are considered material and may have a bearing on the performance of the Company / materially affect the securities price of the Company.

DEFINITIONS:

Any term used in this Policy shall have the meaning ascribed to it in the Companies Act, 2013 or Rules made thereunder, SEBI Act, 1992 or Rules and Regulations made thereunder or any other relevant legislation/law applicable to the Company.

TYPE OF INFORMATION:

Information relating to material events and which is price sensitive in nature, shall be promptly disseminated to the Stock Exchanges. For this purpose, material event means any information which relates to the Company and which, if published is likely to materially affect the price of shares of the Company.

1) The Company shall make disclosure of events specified in Para A of Part A of Schedule III of the Listing Regulations and as may be amended from time to time, without applying any test of materiality to the stock exchanges within specified timelines.

2) The Company shall make disclosure of events specified in Para B of Part A of Schedule III of the Listing Regulations and as may be amended from time to time, based on application of the guidelines for materiality, to the stock exchanges within specified timelines, as specified below:

Quantitative criteria would be calculated based on audited financial statements of the last audited financial year, and would mean event/information where the value involved or the impact:

- (a) exceeds two per cent of the turnover, or
- (b) exceeds two per cent of the net worth
- (c) exceeds five percent of the average of absolute value of profit or loss after tax

whichever is lower.

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Qualitative criteria would mean an 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;
- (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 of company, the event / information is considered material.

3) 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 Company which may be necessary to enable the shareholders of the Company to appraise its position and to avoid the establishment of a false market in such securities, would be disclosed as advised by the Board from time to time.

4) The Company shall make disclosures of any events or information which, in the opinion of the Board of Directors, is material. In case where an event occurs or information is available with the company, which has not been indicated in Para A or B of Part A of Schedule III of the Listing Regulations, but which may have material effect on it, the Company would make adequate disclosures in regard thereof.

TIMELINES FOR DISCLOSURE:

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

AUTHORISATION TO KMP:

The Company Secretary in consultation with Chairman/Managing Director/Executive Director/Chief Executive Officer/Chief Financial Officer (KMP's) is authorized to determine materiality of an event/information and to make disclosures to stock exchanges. The contact details of the KMP's is available on Company's website.

LIMITATION AND AMENDMENT:

In the event of any conflict between the provisions of this Policy and of the Act or Listing Regulations or any other statutory enactments, rules, the provisions of such Act or Listing Regulations or statutory enactments, rules shall prevail over this Policy. Any subsequent amendment/modification in the Listing Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.

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POWER TO AMEND:

The Board shall have the 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 in conformity with the applicable laws in force.

DISCLOSURE IN WEBSITE:

All such events or information which has been disclosed to stock exchanges under the Listing Regulations shall be made available on the Company's website. Such events or information shall be placed on the website of the Company for a minimum period of five years.

The Policy and the contact details of the persons authorized by the Board shall be available on the website of the Company.

The following Key Managerial Personnel of the Company are authorised to decide whether an event or information is material or otherwise and to disclose the same on the Company's website, simultaneously while submitting to Stock Exchanges:

Sl. No.	Name of the Key Managerial Personnel	Designation	Contact Details
1.	Mr Gaurav Kasat	Director and CFO	compliance@kilburnoffice.in

Contact number of KMP's for the above purpose is: +91-9075077775

This policy shall be reviewed periodically and may be amended by the Board of Directors of Kilburn Office Automation Limited, subject to applicable law.