॥ श्री बालाजी नमः ॥

SITA SHREE
FOOD PRODUCTS LIMITED
AN ISO 22000 : 2005 CERTIFIED COMPANY

- **Flour Division & Regd. Off. :** 332/4/2, R.D. Udyog Nagar, Palda, Nemawar Road, Indore - 452 020 (M.P.)
  Tel : +91-731-2439901 to 2439950
- **Soya Division :** Khasra No. 5/1, Gram Barlai Jagir, Post-Kshipra Tah. Sanwer, Dist. Indore - 453 771 (M.P.)
  Tel : +91-731-2439971 to 2439999
  Website : www.sitashri.com, E-mail : info@sitashri.com
  CIN-L15314MP1996PLC010741

Manufacturer of : Wheat, Pulses & Soya Products. Importer & Exporter of all kind of Agro Commodities.

Dated: 01st December, 2015

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot no. C/1,
G Block, Bandra-Kurla Complex,
Bandra (E) Mumbai - 400 051.

SUB: COMPLIANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.
REF: SYMBOL: SITASHREE, ISIN: INE686I01011

Dear Sir/ Ma'am,

The Board of Directors, at their meeting held on 14th November, 2015, have approved the following policies, as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

3. Policy on Document Preservation.
4. Policy on Determining Materiality of Events.

This is for the information of the Exchange and members thereof.

You are requested to take same on record.

Thanking You,
Yours Faithfully,
For, **Sita Shree Food Products Limited**

SITA SHREE FOOD PRODUCTS LTD. INDORE

(Anoop Goyal)
Whole-time Director

Encl:
- *Policy on Document Preservation.*
- *Policy on Determining Materiality of Events.*

सीताश्री-उच्च गुणवत्ता, बेहतर स्वाद
धरती को पेड़ों से भर दो,
यह समय की धारा है।
पेड़ लगाना बने ध्येय,
यही हमारा नारा है।

SITA SHREE

SITA SHREE FOOD PRODUCTS LTD.

POLICY ON DETERMINING MATERIALITY OF EVENTS

I. STATUTORY MANDATE & OBJECTIVE:

In compliance with the SEBI, (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has laid down procedures to determine the materiality of the events & information and disclose the material events to the Stock Exchanges. The Board of Directors of the Company shall periodically review the materiality policy of the Company.

II. DISCLOSURE OF EVENTS OR INFORMATION:

- The Company shall make disclosures of any events or information which are material according to the Board of directors of the Company or person delegated by the Board of Directors in this regard.
- Upon occurrence of Events, as specified in Annexure A, and as specified in Part A of Schedule III of SEBI (LODR) Regulations, 2015, the Company shall forthright make disclosure of such events without any application of guidelines for materiality.
- Upon occurrence of Events, as specified in Annexure B and as specified in Para B of Part A of Schedule III of SEBI (LODR) Regulations, 2015, the Company shall make disclosure of such events based on the guidelines for materiality.
- 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 holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.
- All events or information with respect to Subsidiaries / Associates of the company which are material for the Company shall be disclosed to the Stock exchanges.
- Without prejudice to the generality of events specified in Annexure A, B and clause 4 above, the Company make disclosures of event/information as specified by the SEBI from time to time.

III. CRITERIA FOR DETERMINING MATERIALITY OF EVENTS / INFORMATION:

- All the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- 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;
- 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 listed entity, the event / information is considered material.

IV. AUTHORITY & TIMEFRAME TO DISCLOSE EVENTS:

- The Company shall authorize the board of directors / one or more Key Managerial Personnel for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s).

- The contact details of such authorized personnel will be disclosed as required under the Regulations including on the company's website.

- The Company shall first disclose to stock exchange(s) of all events / information, as specified in Annexure A, as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information. Outcome of board meetings shall be disclosed within 30 minutes of the closure of the Board meeting.

- Any material developments on any event disclosed to the stock exchanges shall be updated on regular basis till such event is resolved.

- All disclosures made to the Stock exchange shall be disclosed on the company's website all such events for a minimum period of five years and thereafter as per the archival policy of the Company.

ANNEXURE A

Events which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of regulation (30) of SEBI (LODR) Regulations, 2015:

- Acquisition(s), Scheme of Arrangement, or sale or disposal of any unit(s), division(s) or subsidiary of the Company or any other restructuring.
- 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.
- Revision in Rating(s).
- Outcome of Meetings of the board of directors: The Company 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).
- Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the Company), 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.
- Fraud/defaults by promoter or key managerial personnel or by the Company or arrest of key managerial personnel or promoter.
- Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer , Company Secretary etc.), Auditor and Compliance Officer.
- Appointment or discontinuation of share transfer agent.
- Corporate debt restructuring.
- One time settlement with a bank.
- Reference to BIFR and winding-up petition filed by any party / creditors.
- 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.
- Proceedings of Annual and extraordinary general meetings of the listed entity.
- Amendments to memorandum and articles of association of listed entity, in brief.
- Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;

ANNEXURE B

Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30) of SEBI (LODR) Regulations 2015:

- Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
- 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).
- Capacity addition or product launch.
- Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
- 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.
- 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.
- Effect(s) arising out of change in the regulatory framework applicable to the Company.
- Litigation(s) / dispute(s) / regulatory action(s) with impact.
- Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
- Options to purchase securities including any ESOP/ESPS Scheme.
- Giving of guarantees or indemnity or becoming a surety for any third party.
- Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

****

SITA SHREE

SITA SHREE FOOD PRODUCTS LTD.

POLICY ON DOCUMENT PRESERVATION

I. STATUTORY MANDATE & OBJECTIVE:

The policy on preservation of documents is mandated by the provisions of Chapter III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"). With this policy, the Company intends to safeguard significant documents and preserve them to ensure durability of documents including documents in electronic form. This policy may be reviewed Board of Directors and amendments made, to comply with any requirements under any statute or regulation, from time to time.

II. PROCESS:

A) Permanent Preservation:

- All documents filed with Ministry of Corporate Affairs.
- All documents filed with SEBI / BSE / NSE.
- All documents filed with Tax Authorities in Income Tax, Service Tax, VAT & similar tax authorities.
- All permits, licenses, authorization from any statutory authorities.
- Audited Accounts.
- Documents relating to investment in subsidiaries.
- Any other document required to be preserved permanently under any law / statute.

B) Preservation for 8 years:

- Bank, cash vouchers, payment vouchers, warrants.
- Bank statements.
- Purchase bills.
- Sales invoices, Debit / credit notes, etc.
- Accounting records.
- Any documents related to correspondence with Customs at CFS.
- Any other documents required to be preserved for 8 years under any law /statute.

C) Other Documents maybe stored and preserved in physical form/ electronic form, after the completion of the relevant transactions, for such period as may be required, in each case.

III. ELECTRONIC DOCUMENTS INCLUDING EMAIL RETENTION AND BACK UP:

- All e-mail – from internal and external sources to be deleted after they cease to be of current use.
- Employees should keep emails related to current business issues.
- I.T Department would archive email for 7 years on email archival server after the employees have deleted it, post which time the email will be permanently deleted.
- Employee will not store or transfer the Company related emails on non-work related computers except as necessary or appropriate with due approvals from the respective Head of Department.
- Employees will take care not to send confidential information to outsiders.

IV. WEB PAGE FILES:

- All such events / information hosted on the Company's website shall be retained for a period of 5 years as specified in SEBI's LODR Regulations, 2015.
- After the initial period of 5 years, documents / information (except documents of permanent nature) shall be archived by the I.T. department for a further period of 3 years.
- Documents of permanent nature, uploaded on the Company's website, shall be archived by the I.T. Department.

V. RESPONSIBILITY:

The responsibility for preservation of the documents will be on the concerned department heads. Head – IT will be responsible for all the documents preserved in electronic mode.

****