

Lakhotia Polyster India Limited

**CODE OF PRACTICES AND PROCEDURE
FOR FAIR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION**

[under Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015]

1. INTRODUCTION

The Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information (UPSI), ("Code") is framed based on the principles of fair disclosure envisaged in Regulation 8 of the Regulations, to adhere to practice and procedures for fair disclosure in respect of UPSI, relating to Company and/or its securities.

The Code of Fair Disclosure shall be applicable to all the employees and Directors of the Company.

The Company has formulated this Code to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the Company's securities and to maintain the uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to applicable laws and regulations. Further, the Company endeavors to preserve the confidentiality of unpublished price sensitive information and to prevent misuse of such information.

2. CORPORATE DISCLOSURE POLICY

To promptly make public disclosure of Unpublished Price Sensitive Information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available. No UPSI should be released/ communicated to any stakeholder, until such time.

UPSI shall be usually disseminated in a uniform and universal manner by the Company through the following means:

- Intimation to the Stock Exchanges or any other Regulatory authorities as may be required from time to time;
- Press releases or presentations to analysts/ investors or briefings to media; and
- Publishing of information on the Company's corporate website viz. www.lakhotiapoly.in.

3. CHIEF INVESTOR RELATIONS OFFICER ("CIRO")

The Board of Directors shall designate a senior officer as the CIRO who shall be responsible for ensuring that the Company complies with continuous disclosure requirements and shall coordinate the disclosure of UPSI to stock exchanges, on the website of the Company and in the media.

Mr. Madhusudhan Lakhotia (Managing Director) of the Company shall be the CIRO and shall report to the Directors of the Company.

4. OVERSEEING AND CO-ORDINATING DISCLOSURE

4.1 The Chief Investor Relations Officer, for the purposes of these Regulations, shall oversee corporate disclosures and deal with dissemination of information and disclosure of unpublished price sensitive information. The CIRO shall be responsible for ensuring that the Company complies with the continuous disclosure requirements and dissemination of information. He shall also be responsible for overseeing & coordinating disclosure of Unpublished Price Sensitive Information to stock exchanges, analysts, shareholders and media.

4.2 Information disclosure/dissemination shall be approved by the CIRO.

4.3 If information is accidentally disclosed without the prior approval of CIRO, the person responsible shall inform the CIRO immediately.

5. PROCESS OF DISSEMINATING INFORMATION IN ORDER TO MAKE THE UNPUBLISHED PRICE SENSITIVE INFORMATION GENERALLY AVAILABLE

Prompt disclosure/dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination. The Company shall ensure that disclosure to stock exchanges is made promptly.

6. PROCEDURES FOR APPROPRIATE AND FAIR RESPONDING TO ANY QUERY ON NEWS REPORTS AND REQUESTS FOR VERIFICATION OF MARKET RUMOURS BY REGULATORY AUTHORITIES

6.1 Replies to all queries or requests for verification of market rumours shall be sent only after obtaining the approval of the Chairman or the Managing Director.

6.2 Such replies shall be signed by the CIRO. In his absence, such replies shall be signed by such other officer/ person as may have been authorized.

6.3 The CIRO shall oversee corporate disclosure. He shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

7. ENSURING THAT INFORMATION SHARED WITH ANALYSTS AND RESEARCH PERSONNEL IS NOT AN UNPUBLISHED PRICE SENSITIVE INFORMATION

The Company should follow the guidelines given hereunder while dealing with Analysts and research personnel.

7.1 Only Public information is to be provided to such Analysts/Research person and Institutional Investors or any information given to Analysts/Research Person should be simultaneously made public at the earliest.

7.2 In order to avoid misquoting or misrepresenting it is desired that any two Company representatives be present at the meeting with Analysts and Institutional Investors and the discussion should preferably be recorded.

7.3 Company should be careful while dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response should be furnished later. If the answer includes price sensitive information, a public announcement should be made before responding.

7.4 Whenever the Company proposes to organize meetings with Investment Analysts/ Institutional Investors, the Company shall make a press release or post relevant information on its website after every such meeting. The Company may also consider live webcasting of analyst meets.

8. UNPUBLISHED PRICE SENSITIVE INFORMATION ON NEED-TO-KNOW BASIS

8.1 Unpublished Price Sensitive Information shall be handled on a “need to know” basis i.e. unpublished Price Sensitive Information shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

8.2 The Company shall disseminate all Price Sensitive Information on a continuous and in a timely manner to stock exchanges where its Securities are listed and thereafter to the press.

8.3 As a good corporate practice, the Price Sensitive Information disclosed to the Stock Exchanges and to the Press may also be supplemented by prompt updates on the Company’s web-site. The Company may also consider other modes of public disclosure of Price Sensitive Information so as to improve investor access to the same.

8.4 The information filed by the Company with the Stock Exchanges under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 may also be posted on the Company’s website.

9. TIMELY REPORTING OF SHAREHOLDINGS / OWNERSHIP AND CHANGES IN OWNERSHIP

The CIRO shall be responsible for ensuring that disclosures of shareholdings/ ownership of major shareholders and disclosure of changes in ownership as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any rules/regulations made under the Securities & Exchange Board of India Act, 1992 are made in a timely and adequate manner.