

# **ASHOK ALCO-CHEM LIMITED**

**CODE OF PRACTICES AND PROCEDURES  
FOR FAIR DISCLOSURES OF UNPUBLISHED PRICE  
SENSITIVE INFORMATION  
(Effective from May 15, 2015)**

## **1. Introduction:**

The Code of Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the company's securities and to maintain the uniformity, transparency and in ensuring adherence to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 Further, the Company endeavors to preserve the confidentiality of unpublished price sensitive information and to prevent misuse of such information.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. Definitions:**

**"This Code"** shall mean the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, as amended from time to time.

**"Company"** means Ashok Alco-Chem Limited or AACL.

**"Compliance Officer"** for the purpose of this code means the Company Secretary of the Company. In absence of the Company Secretary the Board of Directors may authorize such other officer of the Company to discharge the duties of Compliance Officer under the regulations.

**"Chief Investor Relation Officer"** means Compliance Officer of the Company.

**"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis.

**"Unpublished Price Sensitive Information (UPSI)"** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall ordinarily including but not restricted to, information relating to financial results, dividends, change in capital structure, mergers, de-mergers, acquisitions, delisting's, disposals and expansion of business and such other transactions, changes in Key managerial personnel; and materials events in accordance with the listing agreements.

## **3. Prompt disclosure of unpublished price sensitive information:**

The Company shall promptly intimate the Stock Exchange about the unpublished price sensitive information and the said information shall also be uploaded to the Company's official website in order to be accessed by the Investors and members of the Company i.e to make the information generally available.

#### **4. Overseeing and co-ordinating disclosure:**

The Chief Investor Relations Officer, for the purpose of this code, shall oversee corporate disclosures and deal with dissemination of information and disclosure of unpublished price sensitive information to avoid selective disclosure.

The Chief Investor Relations Officer shall be responsible for ensuring that the Company complies with continuous disclosure requirements and; overseeing and coordinating disclosure of unpublished price sensitive information to stock exchanges, on the website of the Company and media.

#### **5. Responding to market rumours:**

The Chief Investor Relations Officer shall promptly respond to any queries on news reports or requests for verification of market rumours by regulatory authorities in consultation with the Chairman/Executive Director/ Managing Director/ Chief Financial Officer, as the case may be.

The Chief Investor Relations Officer shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

He/she shall also provide appropriate assistance and fair response to the regulatory authorities including the stock exchanges for verification of news reports and market rumours.

#### **6. Manner of dealing with Analyst, Research Personnel and Institutional Investors:**

Only information which is publicly available shall be shared with the analyst, research personnel, institutional investors etc. The Board of Directors/ Executives of the Company shall be authorized to speak to and/or participate at the meetings with the analyst, research personnel, prospective investors, etc. The authorized representatives of the Company shall avoid making any forward looking statements in respect of its financial performances and also shall not share any UPSI with the analyst, research personnel, prospective investors, etc. In case any UPSI is shared with them, disclosure thereof shall be made to stock exchanges simultaneously.

#### **7. Information to be provided on a regular basis:**

The Company will promptly disclose the following information on the website of the Company and to the stock exchange:

1. Declaration of financial results (quarterly, half-yearly and yearly).
2. Declaration of dividend (interim and final).
3. Issue of securities by way of public/ rights or bonus, etc.
4. Any major expansion plan or execution of new projects.

5. Amalgamation, Mergers, takeovers and buy-back.
6. Disposal of the whole or substantially whole of the undertaking.
7. Any changes in policies, plans or operations of the Company.
8. Changes in Key Managerial Personnel.
9. Any information which, if disclosed, in the opinion of the person disclosing the same is likely to materially affects the price of the securities of the Company.

**8. Information on need to know basis:**

Unpublished Price Sensitive Information shall be handled on a need to know basis, i.e. Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duty and shall not be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of legal obligations.

**9. Modification and Amendments:**

The Board of Directors of the Company may, from time to time, modify and/or amend this Code and that this Code and any subsequent amendment(s) thereto, shall be promptly intimated to the stock exchanges where the Securities of the Company are listed.

This Code and any amendment thereof shall also be published on the official website of the Company.