

JASCH INDUSTRIES LTD

[Amended Code as adopted by the Board on 04-03-2019 pursuant to SEBI (Prohibition Of Insider Trading) (Amendment) Regulations, 2018 effective from 01-04-2019]

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION (Pursuant to Regulation 8 read with Regulation 3(2A), 3(5) and Schedule A of SEBI (Prohibition of Insider Trading) Regulations, 2015)

1. Name of the Code: This Code shall be named “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (hereinafter called the “Code”).
2. Definitions: The terms mentioned in this Code, shall have the same meaning, as has been assigned to them in the Regulations and the Companies Act, 2013.
3. General Prohibition: No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or its securities listed or proposed to be listed, to any person including other insider(s) except in the circumstances mentioned in this Code.
4. Circumstances in which information may be disclosed: Unpublished price sensitive information, relating to the company or its securities listed or proposed to be listed may be disclosed to other insider(s) or other persons or entities, if such communication is in furtherance of “legitimate purposes” or is in performance of duties or is in discharge of legal obligations.
5. Maintenance of Structured Data Base pursuant to Regulation 3(5) of the Regulations: A structured digital data-base of all the persons with whom unpublished price sensitive information is shared, shall be maintained in the proforma as contained in Annexure to this Code.
6. Policy on what is a “legitimate purpose” [pursuant to Regulation 3(2A) of the Regulations]: The following shall be Company’s policy on what is a “legitimate purpose”:

Sharing of to-the-point, need-based price sensitive information with only that (or those) person(s) with whom it is intended to be shared with viz. [collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants], after giving him/her/them a written or verbal notice that further disclosure of the same to others is unlawful under the Regulations, will be treated as legitimate purpose only if such sharing is in the interest of the Company, is done in the ordinary course of business or in compliance with law:

Provided that such sharing is not done to evade or circumvent the prohibitions of the Regulations or of any other law being in force at the relevant time and is not done to benefit one or more persons, to the detriment of others.

Notwithstanding anything to the contrary contained in this paragraph (paragraph 4), sharing of unpublished price sensitive information with courts of law, statutory authorities, Stock

Exchange or with others (in case of the last, uniformly, publicly and without any discrimination), will always be treated a legitimate purpose.

7. Disclosure on uniform and universal basis: The Company shall disseminate the unpublished price sensitive information on uniform and universal basis as soon as concrete and credible information is in possession of the Company. Due care shall be taken to avoid selective disclosure.
8. Action in case of accidental disclosure: In case unpublished price sensitive information gets disclosed selectively (inadvertently or otherwise), steps shall be taken to make such information generally available promptly.
9. Disclosure on need-to-know-basis: All unpublished price sensitive information shall be allowed to be handled only on-need-to-know basis and in accordance with the provisions of the Regulations.
10. Designated person: Shri J.K. Garg, Chairman & Managing Director of the Company is hereby designated to oversee corporate disclosure practices.
11. Proceedings of relevant conferences to be maintained: The Company shall publish transcripts or records of proceedings of meetings, if any, with analysts and other investor-relations conferences on its website to ensure that official confirmation and documentation of disclosure made.
12. Dealing with analysts' questions: The Company shall ensure due care while dealing with analyst's questions that raise issues outside the intended scope of discussion. Unanticipated questions shall be taken on notice and a considered response shall be given later. If the answer includes price sensitive information, a public announcement shall be made before responding.
13. Press release of meeting with analysts to be issued: If and when the Company organizes a meeting with analysts, it shall issue a press release or post relevant information on its website after every such meet.
14. Disclosure how to be done: Disclosure and dissemination of information may be done through various media including posting at Company's website and disclosure to stock exchange, to achieve maximum reach and quick dissemination.
15. What is a proper disclosure: Disclosure and dissemination of information made through any one of the various media including disclosure to stock exchange shall be treated as proper disclosure and dissemination of the information.
16. Handling of market rumors: All the queries or requests for verification of market rumors received from the stock exchange or any other regulatory authority shall be handled by Shri J.K. Garg,

