

LORDS CHLORO ALKALI LIMITED

CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURES OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Framed under Regulation 8 of Securities Exchange of Board of India (Prohibition of Insider Trading) Regulation, 2015

Code of Practice and Procedures for Fair Disclosures of Unpublished Price Sensitive Information framed under Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 and shall be applicable on the Company with effect from 1st April, 2019.

1. Prompt disclosure of Unpublished Price Sensitive Information

Unpublished Price Sensitive Information" (UPSI) means any information, as defined in SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto, 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 the following:

- (i) financial results;
- (ii) dividends;
- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
- (v) changes in key managerial personnel

The Company shall make prompt public disclosures of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.

The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

2. Sharing of UPSI for legitimate purpose

- i. UPSI is in the nature of information relating to the Company, directly or indirectly, of precise nature that can have an impact on the prices of the securities of the Company if made public.
- ii. Till the UPSI becomes a generally available information, UPSI can be shared only on a need-to-know basis and for legitimate purpose as provided hereunder and not to evade or circumvent the prohibitions of the Regulations :
- iii. Sharing of relevant UPSI with consultants, advisors engaged by the Company in relation to the subject matter of the proposed deal/assignment in relation to UPSI;



- iv. Sharing of relevant UPSI with intermediaries/fiduciaries viz. merchant bankers, legal advisors, auditors in order to avail professional service from them in relation to the subject matter of the UPSI ;
- v. Sharing of relevant UPSI with persons for legitimate business purposes (e.g., attorneys, investment bankers or accountants);
- vi. Sharing of relevant UPSI with persons who have expressly agreed in writing to keep the information confidential, such as potential customers, other developers, joint venture partners and vendors, and not to transact in the company's securities on the basis of such information.
- vii. Sharing of relevant UPSI in case mandatory for performance of duties or discharge of legal obligations.

3. Need to know handling of UPSI

Company shall handle UPSI only on a need to know basis. UPSI shall be provided only when needed for legitimate purposes, performance of duties or discharge of legal obligations. All insiders shall adhere to conditions of strict confidentiality and shall not share any UPSI except for the aforesaid purposes.

4. Dissemination of UPSI

The Company is committed to prompt and fair disclosure of UPSI to all the stakeholders, however in the event there is an accidental or inadvertent disclosure of UPSI by the officers of the Company, the Compliance Officer shall forthwith generally make available the said information

5. Chief Investor Relation Officer

The Compliance Officer of the Company shall be the Chief Investor Relations Officer to deal with dissemination of information and disclosure of UPSI.

6. Responding to market rumours:

The Company shall appropriately and fairly respond to queries on news reports and requests for verification of market rumours by regulatory authorities.

7. Inquiries From Third Parties

- (i) Inquiries from third parties, such as industry analysts or members of the media, about the Company shall be directed to the chief investor relations officer or such other appropriate person designated by the Company from time to time.
- (ii) During the period notified by the Compliance Officer when Trading is prohibited on account of UPSI not having become public, responding to inquiries from such third parties shall be avoided.

