

# **GOTHI PLASCON (INDIA) LIMITED**

## **CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION [Under Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]**

### **OBJECTIVE:**

**GOTHI PLASCON (INDIA) LIMITED** (Company) adopted this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code") that the Company will adhere to while handling and disclosure of Unpublished Price Sensitive Information. This Code is consistent with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (SEBI PIT Regulation). This code has now been revised to be in line with the SEBI Notification No. SEBI/LAD-NRO/GN/2018/59 dated 31st December 2018 amending the SEBI (Prohibition of Insider Trading) Regulations, 2015.

### **ADHERENCE TO THE CODE:**

This Code governs the code of practices and procedures to be followed by the Company for fair disclosure of Unpublished Price Sensitive Information (UPSI).

### **APPLICABILITY:-**

This Code was initially approved by the Board and was made effective from May 15, 2015. The amended Code shall be effective from April 01, 2019. Any modifications and/or amendments brought about by SEBI subsequently shall automatically apply to this Code.

### **CODE OF FAIR DISCLOSURE:-**

The Code of Fair Disclosure adopted by **GOTHI PLASCON (INDIA) LIMITED** are as follows:

1. The Company shall ensure prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
2. The Company shall ensure to make disclosures of unpublished price sensitive information, as and when made, in a universal and uniform manner through forums like widely circulated media and or through stock exchanges where its equity shares are listed to avoid selective disclosure of unpublished price sensitive information.
3. The Compliance officer of the company shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Company will ensure that information shared with analysts and research personnel, if any, is not unpublished price sensitive information.

7. The Company shall publish proceedings of meetings held if any with analysts and of other investor relations conferences on its official website [www.gothiplascon.com](http://www.gothiplascon.com) to ensure official confirmation and documentation of disclosures made therein.

8. The Company shall handle all unpublished price sensitive information on a need-to-know basis only.

**Policy for determination of “Legitimate Purpose” :-**

In compliance with Regulation 3(2A) of the SEBI PIT Regulation, the following shall be construed as Legitimate Purpose for sharing of unpublished price sensitive information in the ordinary course of business:

(a) Sharing of information by an insider with the business partners, collaborators, lenders including Banks and financial institutions, customers and suppliers.

(b) Sharing of information on need to know basis with Merchant Bankers, Legal Advisors, Auditors (Statutory, Internal, Branch, Cost, Secretarial, GST and any other Auditor as applicable), Insolvency Professionals or other Advisors and Consultants.

(c) Sharing of information by an Insider with any other person in the organization as well as to an outsider shall also be covered while determining the Legitimate Purpose.

(d) All the UPSI with outsider shall be shared only upon prior approval by the Chief Investor Relations Officer

(e) The sharing of information shall not be in contravention of or to evade or circumvent the prohibitions of the SEBI PIT Regulation.

(f) Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for the purposes of the SEBI PIT Regulation and Chief Investor Relations Officer shall give due notice to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with the SEBI PIT Regulations. Any person who receives UPSI shall be deemed to have received notice from the Company that he shall keep information so received confidential and use them for legitimate purposes, performance of duties or discharge of legal obligations. The Chief Investor Relations Officer shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, and shall not trade in securities of the company when in possession of unpublished price sensitive information.

(g) The Company shall maintain structured digital database containing the names of such persons or entities as the case may be with whom UPSI is shared under the SEBI PIT Regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall be maintained with adequate internal controls and checks, such as time stamping, audit trails, etc. to ensure non-tampering of the database.