

**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION.**

[As envisaged under the SEBI (Prohibition of Insider Trading) Regulations, 2015]

**Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

The Company will adhere to the following so as to ensure timely and adequate disclosure of Price Sensitive Information with respect to it or its Securities which is likely to affect the price of securities.

1. The Company will make, prompt public disclosure unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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 The Company will make, uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Compliance Officer of the Company will be chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. The Company will make, prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Company will provide, appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
6. The Company will ensure that, information, if any, shared with analysts and research personnel is not unpublished price sensitive information.
7. The Company will make transcripts or records of proceedings of meetings with analysts and other Investor relations conferences on the website of the company to ensure official confirmation and documentation of disclosures made.
8. The Company will handle all unpublished price sensitive information on a need- to-know basis.
9. Policy for determination of “Legitimate Purposes”:

## ***CHANDI STEEL INDUSTRIES LIMITED***

### **POLICY FOR DETERMINATION OF “LEGITIMATE PURPOSES”**

- i) The 'Legitimate Purpose' shall include sharing of Unpublished Price Sensitive Information (UPSI) in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professional or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.

The Managing Director /Chief Financial Officer/Company Secretary of the Company severally may determine the names of other entities with whom UPSI may be shared for Legitimate Purpose or other genuine or reasonable purpose from time to time.

- ii) No insider shall communicate, provide, or allow access to any UPSI, relating to a Company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- iii) No person shall procure from or cause the communication by any insider of UPSI, relating to a Company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- iv) Every person who is in receipt of UPSI pursuant to a "Legitimate Purpose" shall be considered an "insider" for the purposes of this Code and due notice shall be given to such person to maintain confidentiality of the UPSI.
- v) All information shall be handled within the organizations on a need-to-know basis and no UPSI shall be communicated to any person except in furtherance of Legitimate Purposes, performance of duties or discharge of legal obligations. The Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons contain norms for appropriate Chinese Walls Procedures, and processes for permitting any designated person to "cross the wall".
- vi) The Company shall maintain a Structured Digital Database of recipient of such UPSI containing their names, Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available, and date and time of sharing such UPSI.
- vii) The Company Secretary & Compliance Officer of the Company shall review the UPSI shared for Legitimate Purposes on regular basis.
- viii) The Managing Director /Chief Financial Officer/Company Secretary severally from time to time may also frame further strictures for sharing of such UPSI including signing of Non-Disclosure Agreements/Confidentiality Agreement to ensure use of UPSI only for legitimate purposes.

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### **Amendments**

The Board of Directors shall amend the policy, as may be required to be in line with the changes, amendments and modifications, if any, in the SEBI (Prohibition of Insider Trading) Regulations, 2015. Further, in case of any amendment, clarification, circular, notification etc. issued by a competent authority, which is not consistent with the provisions laid down under this Policy, the provisions of such amendment, clarification, circular, notification, etc. shall prevail and this policy shall stand amended accordingly, without any further action, on and from the date on which such amendment, clarification, circular, notification comes into effect.