



# THE COCHIN MALABAR ESTATES AND INDUSTRIES LIMITED

Regd. Off. : 21, STRAND ROAD, KOLKATA - 700 001, PHONE : 2230 9601 (4 LINES)  
FAX : 00 91 033 2230 2105, E-mail : info@joonktolleetea.in

CIN-L01132WB1991PLC152586

## CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

### 1. INTRODUCTION :

- 1.1 The SEBI has notified the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations") on 15<sup>th</sup> January, 2015 which has repealed the SEBI (Prohibition of Insider Trading) Regulations, 1992.
- 1.2 Pursuant to Regulation 8, sub regulation (1), every listed Company is required to adopt the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in order to protect investor's interest.
- 1.3 The Code seeks to ensure timely, fair and adequate disclosure of price sensitive information to the investor community by the Company to enable them to take informed investment decisions with regard to the Company's Securities.

### 2. DEFINITIONS

- 2.1 In this code, unless the context otherwise requires, the word expression and derivations therefrom shall have the meanings assigned to them as per SEBI (Provision of Insider Trading) Regulation, 2015 and any amendments thereto.
- 2.2 "Unpublished Price Sensitive Information" means any information, relating to Company or its securities, directly or indirectly, that is not generally available which upon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 :
  - a) financial results;
  - b) dividends;
  - c) change in capital structure;
  - d) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
  - e) changes in key managerial personnel; and
  - f) material events in accordance with the listing agreement.

### 3. CODE OF FAIR DISCLOSURE

- 3.1 The Company shall ensure prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being, in order to make such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.
- 3.2 The Company shall ensure Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.





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- 3.3 Shri C.P. Sharma, Director of the Company or such other officer of the Company as may be designated by the Board of Directors shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information and for the purposes of this code.
- 3.4 The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- 3.5 The Company will always take utmost care to make appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- 3.6 The Company will ensure that information shared with analysts and research personnel, if any, is not unpublished price sensitive information.
- 3.7 The Company shall lay down and implement 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.
- 3.8 The Company will take all necessary steps and precaution to ensure that handling of all unpublished price sensitive information is only on a need-to-know basis.

#### **4. APPROVAL AND PUBLICATION**

- 4.1 The Board of Directors of the Company in their meeting held on 15<sup>th</sup> May, 2015 has approved Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information. The Code shall come into effect immediately.
- 4.2 The Board of Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of unpublished price sensitive information.
- 4.3 This Code shall be published on the Company's website at [www.cochinmalabar.in](http://www.cochinmalabar.in).
- 4.4 This Code and every subsequent modification, alteration or amendment made thereto, shall also be intimated to the Stock Exchange where the securities of the Company are listed.

