**THE GREAT EASTERN**
**SHIPPING COMPANY LIMITED**
CIN: L35110MH1948PLC006472

OCEAN HOUSE, 134/A, Dr. Annie Besant Road, Worli, Mumbai - 400 018, INDIA. Tel.: +91(22) 6661 3000 / 2492 2100 Fax : +91(22) 2492 5900

Our Ref.: S/041/2019/JMT

February 20, 2019

**BSE Limited**
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

**National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor, Plot No. C/1,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Dear Sir,

Pursuant to Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, we wish to inform you that in compliance of SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Board of Directors in its meeting held on February 11, 2019 has amended the 'Code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information' ('Fair Disclosure Code').

Copy of amended Fair Disclosure Code is enclosed herewith.

The same is being uploaded on the Company's website www.greatship.com.

You are requested to kindly take note of the above.

Thanking You,
Yours faithfully,
For **The Great Eastern Shipping Co. Ltd.**

**Jayesh M. Trivedi**
**President (Secl. & Legal) & Company Secretary**

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# CODE OF THE GREAT EASTERN SHIPPING COMPANY LIMITED FOR PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

This Code has been formulated pursuant to the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

## Philosophy

The Great Eastern Shipping Company Ltd. (hereinafter referred to as the **'Company'**) is committed to fair disclosure of information about the Company and its securities without advantage to any select group.

The Company maintains an active and open dialogue with various stakeholders and provides information which is reasonably and lawfully required by them to make an informed decision on dealing with or investment in the Company.

As a policy, the Company prohibits the selective disclosure of material non-public information about the Company and its securities. The Company has set forth procedures to prevent such disclosure as set out hereinafter.

## Handling of information

All the information pertaining to the Company and its securities shall be handled on a need-to-know basis. No material information shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

- Here 'legitimate purpose' shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the regulations.

The material information should be protected, as far as reasonably possible, from deliberate or accidental misuse or disclosure, both within the Company and outside, i.e. to third parties, etc.

**Inserted w.e.f. February 11, 2019.*

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**Unpublished Price Sensitive Information**

'Unpublished price sensitive information' (hereinafter referred to as '**UPSI**') means any information, relating to the 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, delistings, disposals and expansion of business and such other transactions; and
(v) changes in key managerial personnel.
(vi) **

'Generally available information' means information that is accessible to the public on a non-discriminatory basis. Information published on the website of a stock exchange, would ordinarily be considered generally available.

**Dissemination of UPSI**

The following officers of the Company (hereinafter referred to as '**Authorised Officers**') are authorized to communicate, on behalf of the Company, with analysts, institutional investors, research personnel and other security holders of the Company:

a) Deputy Chairman & Managing Director
b) President (Shipping)
c) Chief Financial Officer
d) Company Secretary
e) Head – Corporate Communications

***Deleted w.e.f. February 11, 2019.*




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They should 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.

The Authorised Officers should ensure uniform and universal dissemination of UPSI to avoid selective disclosure by following process as hereinafter provided:

a) Whenever any credible and concrete UPSI comes into being, the same should be informed to the Company Secretary, who shall arrange for disclosure of the same to the stock exchanges in accordance with applicable regulations.

   The Company Secretary has been designated as 'Chief Investor Relations Officer' for the purpose.

b) The disclosures made to select group shall contain information which is already generally available.

c) The Company may hold quarterly investor conference calls open to the public and media, wherein no UPSI should be disclosed or shared. Transcript of such conference calls should be posted on the website of the Company.

d) The Company may issue press releases from time to time. Copy of such press releases shall first be sent to the stock exchanges and then disseminated.

e) The Company may hold meetings with institutional investors, analysts, etc. Presentations to be made at such meetings should be sent to the stock exchanges and posted on the website of the Company. #

f) Analysts' / investors' queries about the Company's financial or operational performance should be directed to the Head – Corporate Communications or Chief Financial Officer who shall give appropriate and fair response to the same.

*# modified w.e.f. Febrary 11, 2019*

g) Queries on news reports and requests for verification of market rumours by regulatory authorities should be directed to the Company Secretary, who shall arrange to give appropriate and fair response to the same.

Other officers of the Company may also participate in various forums such as industry seminars, trade shows, shareholder meetings, customer meetings, etc. The officers should have expressed / implied authority to participate in such forums. They should also ensure that no UPSI is disclosed in such forums.

**Inadvertent disclosure of UPSI**

No UPSI shall be disclosed to any select group.

However, if such UPSI gets disclosed selectively (whether inadvertently or otherwise), the concerned officer of the Company shall immediately consult any of the Authorised Officers, who shall arrange to make such information generally available.

This Policy has been adopted by the Board of Directors of the Company at its meetings held on May 7, 2015 and February 11, 2019.

**For the Great Eastern Shipping Co. Ltd.**

**Jayesh M Trivedi**
**President (Secl. & Legal) & Company Secretary**