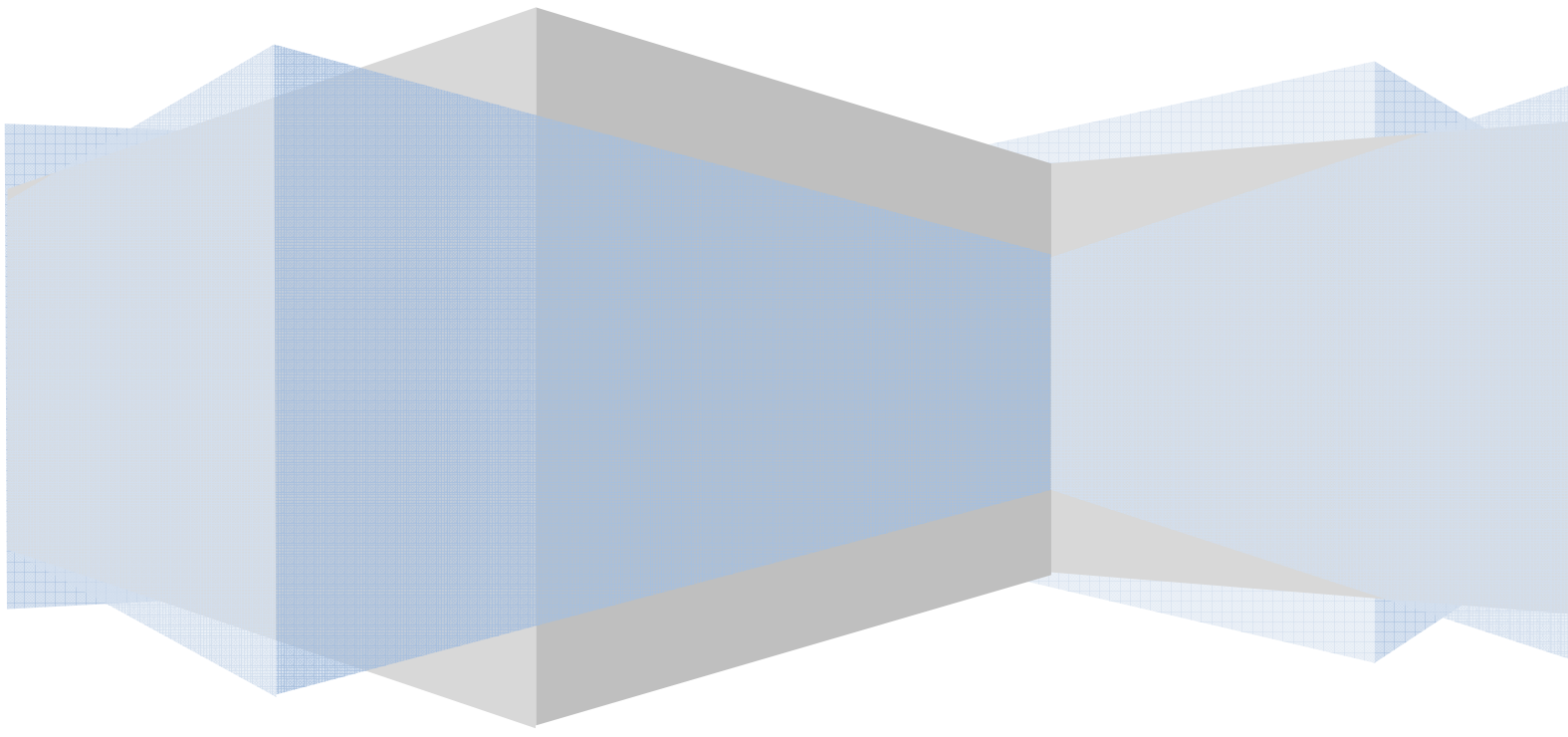
Man Industries (India) Limited

Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information



1. TITLE & COMMENCEMENT

This code be called as Man Industries (India) Limited-Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and shall come into force on May 15, 2015.

2. BACKGROUND

This policy document is formulated in compliance to Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations 2015 (for the sake of brevity herein after referred to as the 'Insider Regulation-2015') which came into effect from May 15, 2015. The Code has been adopted by the Board of Directors of the Company at their meeting held on 16/07/2015 and made effective retrospectively with effect from May 15, 2015.

3. OBJECTIVE

- To adopt the principles of fair disclosure of unpublished price sensitive information by implementing the best fair disclosure practices and procedures including those as envisaged in the Schedule A of the Insider Regulation-2015.
- To ensure timely disclosure of unpublished price sensitive information which would impact the price of the Company's securities and to maintain uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to all applicable laws and regulations.
- To preserve the confidentiality of unpublished price sensitive information and prevent misuse of such information.

Accordingly Man Industries (India) Limited has formulated following Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;

a. The Company will make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. Timeliness stipulated in the Listing Agreement entered into with the Stock Exchanges with respect to prior intimations / notices and disclosures shall be strictly observed by the Chief Investor Relation Officer to ensure prompt public disclosure of unpublished price sensitive information.
b. The Company will make uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure. In case the unpublished price sensitive information gets disclosed selectively or inadvertently or otherwise, Chief Investor Relation Officer to ensure that such information is promptly disseminated to make such information generally available through publication on the web-sites of Stock Exchanges.
c. Chief Financial Officer of the Company shall act as Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
d. The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
e. The company will provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
f. The Company will ensure that information shared with analysts and research personnel is not unpublished price sensitive information. Whenever research analysts / research personnel meet or call is organized, Chief Investor Relation Officer shall be informed of such meet / call to ensure that the information

shared with analysts / research personnel is not unpublished price sensitive information.

g. The Company will develop the 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.

h. The Company shall handle all the unpublished price sensitive information on a need-to-know basis. Personnel working in the concerned departments of the Company which are handling or are in possession of the unpublished price sensitive information, should not share such unpublished price sensitive information with the personnel of other departments of the Company or with the outsiders except on need-to-know basis. No unpublished price sensitive information shall be communicated by such personnel to any person except in furtherance of his/her performance of duties or discharge of his/her legal obligations.

4. WEB-SITE DISCLOSURE

The Code shall be published on the official web-site of the Company.

5. AMENDMENTS / MODIFICATIONS TO THE CODE

Any amendment/s, alteration/s, modification/s to be carried out in the Code shall be subject to prior approval of the Board of Directors of the Company and such amendment, alteration or modification shall be intimated to the Stock Exchanges immediately.

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