



PRICOL LIMITED
CODE OF FAIR DISCLOSURE
OF
UNPUBLISHED PRICE SENSITIVE INFORMATION

This code has been formulated by the Board of Directors of the company, to ensure timely and adequate disclosure of Unpublished Price Sensitive Information. Such code for fair disclosure and every amendment thereto shall be promptly intimated by the company to the stock exchanges where the securities are listed. This code has been adopted by the Board of Directors of Pricol Limited on 15th May 2015.

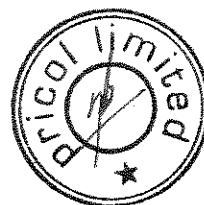
“Unpublished Price Sensitive Information” mentioned in this code refers to the Unpublished Price Sensitive Information as defined under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

1 Disclosure of unpublished price sensitive information

- 1.1** Unpublished price sensitive information shall be handled within the company on a need to know basis and shall not be communicated to any person except in furtherance of his legitimate purposes, the performance of his duties or discharge of his legal obligations.
- 1.2** Unpublished price sensitive information that would impact price discovery, shall be promptly disclosed by the company, as soon as credible and concrete information comes into being, in order to make such information generally available.
- 1.3** The company shall ensure uniform and universal dissemination of unpublished price sensitive information and will avoid selective disclosure.
- 1.4** In case the Company is required to make selective disclosure of UPSI, then the information will be promptly disseminated either in the form of notification to stock exchanges, press releases or upload of information on the website of the Company.

2 Chief Investor Relations Officer

- 2.1** The Company Secretary of the Company shall be the Chief Investor Relations Officer.
- 2.2** The Chief Investor Relations Officer shall deal with the dissemination of information and the disclosure of unpublished price sensitive information.



- 2.3 He shall be responsible for ensuring that the company complies with the continuous disclosure requirements under SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 2.4 He shall be responsible for overseeing and co-ordinating the disclosure of unpublished price sensitive information to the Stock Exchanges, analysts, shareholders and the media and educating the staff on the disclosure policies and procedures.

3 Responding to queries on news reports and market rumours

- 3.1 The employees or directors of the Company shall promptly direct any queries on news reports or requests for verification of market rumours to the Chief Investor Relations Officer.
- 3.2 The Chief Investor Relations Officer shall on receipt of such requests, consult the Managing Director / Chairman and respond to the same without any delay.
- 3.3 The Chief Investor Relations Officer shall be responsible for deciding in consultation with the Managing Director / Chairman of the Company, whether a public announcement is necessary for verifying or denying the rumours and thereafter making the appropriate disclosures.

4 Disclosure / dissemination of Unpublished Price Sensitive Information to analysts and research personnel

- 4.1 The company shall not share any unpublished price sensitive information with the analysts and research personnel.
- 4.2 In case any non- public information is proposed to be provided to analysts and research personnel, it shall be made in consultation with the Chief Investor Relations Officer, who shall ensure that the information provided is made public simultaneously with such disclosure.
- 4.3 The company will make available on its official website, the transcripts or records of proceedings of meetings with analysts and other investor relations conferences. This would ensure official confirmation and documentation of disclosures made.

5 Medium of disclosure/dissemination

- 5.1 The company shall disclose unpublished price sensitive information on a continuous and in a timely manner to the stock exchanges where its securities are listed.
- 5.2 The company may facilitate disclosure through the use of their dedicated Internet website.
- 5.3 The company may also consider other modes of public disclosure of unpublished price sensitive information so as to improve the investor access to their public announcements.

