

GANESH BENZOPLAST LIMITED

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information for adhering to the Principles of Fair Disclosure

As required under Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, which stand further amended by the SEBI (Prohibition of Insider Trading) Amendment) Regulations, 2018 (hereinafter referred to as "the Regulations"), Ganesh Benzoplast Limited, hereby adopts the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information for adhering to the Principles of Fair Disclosure" (hereinafter referred to as "the Code").

The Code intends to formulate a framework and policy for fair disclosure of events and occurrences that would impact price discovery in the market for the securities of the Company. To achieve this objective, the Board of Directors shall adhere to the principles of fair disclosure mentioned hereunder in letter and in spirit, to ensure fair disclosure of events and occurrence that could impact price of its securities in the market.

- (1) The Company will make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
- (2) The Company will make, uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
- (3) The Chief Financial Officer shall act as the Chief Investor Relations Officer (CIRO) to deal with dissemination of information and disclosure of unpublished price sensitive information.
- (4) The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.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 rumours 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- (6) The Company will ensure that, information, if any, shared with analysts and research personnel is not unpublished price sensitive information.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 develop best practices to make available 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- (8) The Company shall handle all the unpublished price sensitive information on a need-to-know basis. No unpublished price sensitive information shall be communicated by such personnel to any other person except in furtherance of legitimate purposes, his/her performance of duties or discharge of his/her legal obligations.
- (9) Policy for determination of 'Legitimate Purposes' - The sharing of 'unpublished price sensitive information' (UPSI) shall be deemed to be for "Legitimate Purpose" if it satisfied the following criteria:
- (i) The '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.
 - (ii) The information shall be shared with any person on 'need to know' basis.
 - (iii) Insiders shall share the UPSI with the external agencies only in the interest of the Company and/or in compliance with the requirements of the law.
 - (iv) The agreements entered into involving sharing of UPSI should have a "confidentiality clause" or else a separate Non-Disclosure Agreement shall be executed with parties to safeguard the disclosure of UPSI.
- (10) The Code shall be published on the official web-site of the Company.
- (11) 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.