

# **CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

**[Under Regulation 8(1) of SEBI (Prohibition of Insider Trading Regulation, 2015)]**

## **I. INTRODUCTION**

The Securities and Exchange Board of India (SEBI), in its endeavour to protect the interests of investors in general, vide Circular No. LAD-NRO/GN/2014-15/21/85 dated January 15, 2015 has introduced SEBI (Prohibition of Insider Trading) Regulation, 2015 to be effective from 15<sup>th</sup> May, 2015. Chapter IV Regulation 8(1) read with Schedule A of the SEBI (Prohibition of Insider Trading) Regulation, 2015 provides for formulation of a Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information by the Board of Directors.

Accordingly, this Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information (hereinafter referred to as the 'Code') has been formulated in accordance with SEBI (Prohibition of Insider Trading) Regulation, 2015 and amendments thereon, from time to time with a view to preserve the confidentiality of Unpublished Price Sensitive Information and prevent misuse of such information. The objective of this Code is to ensure timely, fair and adequate disclosure of events and occurrences that could impact price discovery in the market for the Company's Securities, to enable the investors to take informed investment decisions.

## **II. A code of practices and procedures for fair disclosure of unpublished price sensitive information is set out below:**

1. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.

3. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
7. Developing 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.
8. Handling of all unpublished price sensitive information on a need-to-know basis.

### **III. ROLE OF THE COMPLIANCE OFFICER**

1. The compliance officer shall report to the board of directors and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the board of directors at such frequency as may be stipulated by the board of directors.
2. The Compliance Officer shall assist all employees in addressing any clarifications regarding the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct.

### **IV. AMENDMENT**

The Board reserves the right to modify or amend this Code, in whole or in part, from time to time.

## V. DISCLOSURE

This Code shall be published on the official website of the Company.

Further, this Code and any subsequent amendment made thereto shall be promptly intimated to the Stock Exchange where the securities of the Company are listed.

For Gujarat Petrosynthese Limited

  
Miss. Shweta Kalgutkar  
Company Secretary

Date : 30<sup>th</sup> May, 2015  
Place : Mumbai