

## JAY SHREE TEA & INDUSTRIES LIMITED

# Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

### Corporate Disclosure Policy

This Code has been framed in pursuance to the regulation contained in sub-regulation(1) of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulation, 2015 and the purpose of this code is to ensure timely and adequate disclosure of Unpublished Price Sensitive Information.

### Objective of the Code of Fair Disclosures

Jay Shree Tea & Industries Limited (“JSTIL”) has formulated this Code called ‘JSTIL’s Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information’ to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the company’s securities and to maintain the uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to applicable laws and regulations. Further, the Company endeavours to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

### Definitions

‘**Compliance Officer**’ for the purpose of these regulations means the Company Secretary of the Company Mr. R.K.Ganeriwala

‘**Chief Investors Relations Officer**’ means Compliance Officer of the Company.

"**unpublished price sensitive information**" means any information, relating to a company or its securities, directly or indirectly, that is not generally available which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;
- (v) changes in key managerial personnel; and
- (vi) material events in accordance with the listing agreement.

The Compliance Officer will ensure the following:-

#### **1. Prompt public disclosure of Unpublished price sensitive information**

Unpublished Price Sensitive Information shall be given to the Stock Exchanges and disseminated promptly on a continuous basis.

#### **2. Uniform and Universal dissemination of unpublished price sensitive information**

The disclosure of unpublished price sensitive information shall be on a continuous, immediate, uniform basis and will be universally disseminated.

#### **3. Overseeing and Co-ordinating disclosure**

The Compliance Officer, for the purpose of these regulations, shall oversee corporate disclosures and deal with dissemination of information and disclosure of unpublished price sensitive information. He shall be

responsible for ensuring that the Company complies with the continuous disclosure requirements and dissemination of information. He shall also be responsible for overseeing & co-ordinating disclosure of Unpublished Price Sensitive Information to stock exchanges, analysts, shareholders and media.

#### **4. Process of disseminating information in order to make the unpublished price sensitive information generally available**

Prompt disclosure/dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination. The Company shall ensure that disclosure to stock exchanges is made promptly.

#### **5. Procedures for Appropriate and fair responding to any Query on news reports and requests for verification of Market rumours by regulatory authorities**

Replies to all queries or requests for verification of market rumours shall be sent only after obtaining the approval of the Chairman or the Managing Director. Such replies shall be signed by the Compliance Officer. In his absence, such replies shall be signed by such other officer/ person as may have been authorized. The Compliance Officer shall oversee corporate disclosure. He shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

#### **6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information**

- Ensuring that the information shared with analysts and research personnel is not Unpublished Price Sensitive Information. The Company will provide only public information to analysts/research personnel/Institutions.
- Questions outside the intended scope of discussions by the Analysts will not be answered normally but the same may be taken on notice and a considerable response may be given later.
- Developing best practices to make transcripts or records of proceedings of meeting with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

#### **7. Unpublished price sensitive information on Need-to-Know basis**

Unpublished Price Sensitive Information shall be handled on a “need to know” basis i.e. unpublished Price Sensitive Information shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations. The Company shall disseminate all Price Sensitive Information on a continuous and in a timely manner to stock exchanges where its Securities are listed and thereafter to the press.

#### **8. Timely reporting of Shareholdings / Ownership and changes in Ownership**

The Compliance Officer shall be responsible for ensuring that disclosures of shareholdings/ ownership of major shareholders and disclosure of changes in ownership as required under the Stock Exchange Listing Agreements and/or any rules/regulations made under the Securities & Exchange Board of India Act, 1992 are made in a timely and adequate manner.