



PRATIBHA INDUSTRIES LIMITED

Code of fair disclosure of Unpublished Price Sensitive Information under regulations – 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015

A. INTRODUCTION

The Code of Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the Company's securities and to maintain the uniformity, transparency and fairness in dealing with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 endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

This Code is in consonance with the principles of fair disclosure specified in Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

B. APPLICABILITY

This code of practice and procedures for fair disclosure of Unpublished Price Sensitive Information (UPSI) shall come into force from 15th May, 2015.

C. PRINCIPLES OF FAIR DISCLOSURE

The Company shall ensure:

1. That the Company shall ensure prompt disclosure/ dissemination of credible and concrete UPSI which would impact price discovery no sooner than information comes into being in order to make such information generally available to the Stock exchanges, press and website of the Company.
2. That Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure. The Company may consider other modes of public disclosure of UPSI to improve investor access to the UPSI.
3. That Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available. The Company shall take effective steps to promptly disseminate such information to the Stock Exchanges, for public disclosure.



4. That appropriate and fair response to queries on news reports and requests for verification of market rumours to the concern regulatory authorities or to the Stock Exchange promptly. The Company shall post such reply on its website and by way of press release, if require.
5. That information shared with analysts and research personnel is not unpublished price sensitive information. If any question is related to UPSI, reply can be given later only after publication of the UPSI to the Stock Exchange and other concern authorities.
6. That 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 of investor meet / investor relations conferences.
7. Handling of all unpublished price sensitive information on a need-to-know basis
 - 7.1 Unpublished Price Sensitive Information is to be handled on a “need to know” basis, i.e. Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to discharge their duties and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
 - 7.2 All non-public information directly received by any employee should immediately be reported to the head of the department

D. CHIEF INVESTOR RELATIONS OFFICER

The Company has designated Mr. Yogen Lal, Chief Executive Officer of the Company as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information and adherence of principle of of Fair Disclosure of unpublished price sensitive information.

E. DISCLSoure

The Company shall promptly intimate this code of practices and procedures for fair disclosure of UPSI and every amendment thereto to the Stock exchanges.

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