

**CODE OF PRACTICES AND PROCEDURES
FOR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION**

J.B. CHEMICALS & PHARMACEUTICALS LIMITED

**Registered Office : Neelam Centre, B Wing, 4th Floor,
Hind Cycle Road, Worli,
Mumbai - 400 030**



1. PREAMBLE & BACKGROUND

- a. Regulation 8 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“Regulations”) requires board of directors of a listed company to formulate and publish on the company’s website, a code of practices and procedures for disclosure of unpublished price sensitive information.
- b. Accordingly, the Board of directors of J.B. Chemicals & Pharmaceuticals Limited (“Company”) has adopted the following code of practices and procedures for disclosure of unpublished price sensitive information by the Company (“Code”) to be followed by the Company in relation to handling and disclosure of unpublished price sensitive information.

2. DEFINITIONS

The definitions of some of the key terms used in the Policy are given below.

- a. “**generally available information**” shall have the same meaning as assigned to it in the Regulations from time to time.
- b. “**unpublished price sensitive information**” shall have the same meaning as assigned to it in the Regulations from time to time.
- c. “**insider**” shall have the same meaning as assigned to it in the Regulations from time to time.

3. Practices and Procedures of Disclosure

- a. The Company shall make prompt disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
- b. The dissemination of unpublished price sensitive information shall be uniform and universal. For this purpose, the disclosure shall be made to the stock exchanges where the securities of the Company are listed and also made through the Company’s website. Keeping in view materiality, chief investor relations officer may also select other suitable media for dissemination of such information. In no case, selective disclosure of unpublished price sensitive information shall be made to any person.
- c. Compliance Officer so designated by the Board of directors under the Regulations shall serve as chief investor relations officer who shall from time to time be responsible for dissemination of information and disclosure of unpublished price sensitive information.



- d. Chief investor relations officer shall ensure prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise, if at all, to make such information generally available.
- e. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- f. The Company shall ensure that the information shared with analysts and research personnel is not unpublished price sensitive information.
- g. The Company shall publish proceedings of meetings with analysts and other investor relations conferences on its website to ensure official confirmation and documentation of disclosure made therein.
- h. All unpublished price sensitive information within the Company shall be handled on need-to-know basis.
- i. No insider shall communicate, provide or allow access to any unpublished price sensitive information and no person shall procure from or cause communication by any insider of unpublished price sensitive information relating to the Company or its securities except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

The term "legitimate purpose" shall be construed in accordance with the following principles:

- (1) sharing of unpublished price sensitive information in the ordinary course of business by employee authorized by managing director or insider with any person, authority or department including partners, collaborators, strategic potential investors, investors in and acquirers of the Company's securities, lenders, customers, suppliers, merchant bankers, legal advisors, business advisors, auditors, insolvency professionals and other advisors and consultants;
- (2) sharing of unpublished price sensitive information for any reasonable or genuine purpose as may be determined by executive director(s) or company secretary of the Company; and
- (3) sharing of unpublished price sensitive information with court of law, government authority or regulatory body as per their requirement or any order issued by them;



Provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.

This Code was approved by the Board of directors of the Company on May 20, 2015. The Code as amended was approved by the Board on 21-5-2019 and shall come into force from that date.

Policy Changes History

Version	Date	Remark
V.1	May 20, 2015	Policy approved by the Board of directors.
V2	May 21, 2019	Policy amended to include policy for determination of legitimate purposes.

