

February 20, 2023

Bombay Stock Exchange Limited  
New Trading Ring,  
Rotunda Building, P J Towers, Dalal  
Street, Fort Mumbai-400001  
Scrip Code: 500097

National Stock Exchange of India Limited  
“Exchange Plaza”, Plot No. C-1, Block G  
Bandra – Kurla Complex, Bandra (East),  
Mumbai – 400 051  
Symbol: DALMIASUG

**Sub: Intimation under Securities and Exchange Board of India ("SEBI") (Prohibition of Insider Trading) Regulations, 2015**

Dear Sir(s),

The Board of Directors of the Company at their meeting held on February 03, 2023, approved and adopted with immediate effect, the amended Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) formulated in terms of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015.

As required under the said regulations, the amended Code will be available on the website of the company and is also attached herewith.

This is for your information and record

Thanking you,

Yours faithfully,

For **Dalmia Bharat Sugar and Industries Limited**

**Aashhima V Khanna**

**Company Secretary**

Membership No. : A34517

***Dalmia Bharat Sugar and Industries Limited***

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*T + 91 11 23465100 W [www.dalmiasugar.com](http://www.dalmiasugar.com) CIN: L15100TN1951PLC000640*

*Registered Office: Dalmiapuram, District Tiruchirapalli – 621651, Tamil Nadu, India*

*A **Dalmia Bharat Group** company, [www.dalmiabharat.com](http://www.dalmiabharat.com)*



## **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)**

### **Preface**

The SEBI (Prohibition of Insider Trading) Regulations, 2015, (“SEBI Regulations”) as amended from time to time, requires the Company to formulate a code of practices and procedures for fair disclosure of unpublished price sensitive information (“UPSI”) that it would follow in order to adhere to each of the principles set out in Schedule A to the SEBI Regulations.

As per the SEBI Regulations, the Company is required to promptly disclose UPSI as soon as credible and concrete information about it comes into being.

### **Overseeing and co-ordinating disclosure**

The Chief Investor Relations Officer (“CIRO”) shall be responsible to ensure timely, adequate, uniform and universal dissemination of information and disclosure of UPSI to Analysts, Shareholders and Media pursuant to this Code so as to avoid selective disclosure.

The CIRO means Chief Financial Officer shall coordinate with the Compliance Officer for dissemination of UPSI.

The CIRO shall ensure that information shared with analysts and research personnel is not UPSI. The CIRO shall be responsible for overseeing and coordinating disclosure of UPSI to analysts, shareholders and media, and educating employees on disclosure policies and procedures in consultation with Compliance officer.

### **Disclosure Policy**

To ensure timely and adequate disclosure of price sensitive information and to effectively prevent insider trading in securities of the Company, the following norms shall be observed by the Company:

- The Company shall disseminate all credible and concrete UPSI on a continuous and in a timely manner to stock exchanges where its securities are listed in accordance with the requirements of applicable law and thereafter/ simultaneously to the press or other modes of public disclosures.
- As a good corporate governance practice, the UPSI disclosed to the Stock Exchanges and to the Press may also be supplemented by prompt updates on



the Company website and/or other modes of public disclosure so as to improve investor access to the same

- The CIRO shall send a copy of the Communication / press release for updating on the Company's website.
- Use of social media platforms to disclose material non-public information is considered selective disclosure and would violate this Code.
- The Company will also promptly intimate any amendment to this Code of Corporate Disclosure Practices to the Stock Exchanges, as required under the SEBI Regulations.

### **Responding to Market Rumours**

The Company's general policy is not to comment on any market rumours.

In case there is any query or request for verification/ clarification of market rumours by the stock exchanges, the CIRO shall carry out preliminary enquiry/investigation into the rumour, actual/potential effect on movement of prices of the securities and other related factors.

An internal report will be prepared on the basis of the above and forwarded to the Ethics Committee and the response shall be decided in consultation with CEO in the form of clarification, denial or rebuttal to be given to the stock exchange(s). If necessary, appropriate press release may also be given for information of the general investors.

### **Disclosure/ Dissemination of Price Sensitive Information with special reference to Analysts, Institutional Investors**

The Company should follow the guidelines given hereunder while dealing with analysts and institutional investors:

- Only public information to be provided:** The Company shall provide only public information to the analyst/ research persons/ large investors like institutions. Alternatively, the information given to the analyst should be simultaneously made public at the earliest.
- Recording of discussion:** In order to avoid misquoting or misrepresentation, it is desirable that at least two Company representatives including the CIRO be present at meetings with analysts, brokers or Institutional Investors and discussion should preferably be recorded.



- iii. Handling of unanticipated questions: The Company shall be careful when dealing with analysts and responding to questions that raise issues outside the intended scope of discussion. The CIRO, should tackle the unanticipated questions carefully. The unanticipated questions may be noted, and a considered response be given later in consultation with the Ethics Committee and Chief Executive Officer. If the response includes price sensitive information, a public announcement should be made before responding.
  
- iv. Simultaneous release of information: When the Company organises meetings with analysts, the Company shall make a press release or post relevant information on its website after every such meeting. The Company may also consider live webcasting of analyst meets.

*Note: This Code has been adopted by the Board vide its resolution dated May 15, 2015 and amended vide its resolution(s) dated October 24, 2019 and February 03, 2023.*