



(CIN : L65990DL1982PLC256291)

**PANKAJ PIYUSH TRADE AND INVESTMENT LTD.**

**Regd. Off. :** Office No. 202, IInd Floor  
Kotla Village, Mayur Vihar Phase-I  
Delhi-110091 Phone : 011-23329654  
E-mail : [info@pptinvestment.com](mailto:info@pptinvestment.com)  
Website : [www.pptinvestment.com](http://www.pptinvestment.com)

**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

*[Pursuant to Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]*

**Preamble**

The Board of Directors of Pankaj Piyush Trade and Investment Limited has always thrived to conduct its business in a fair and transparent manner with a view to protect the interest of all the stakeholders of the Company.

Securities and Exchange Board of India (SEBI) has notified SEBI (Prohibition of Insider Trading) Regulations, 2015 vide its Circular No. LAD-NRO/GN/2014-15/21 85 dated January 15, 2015 to be effective from May 15, 2015.

Regulation 8 contained in Chapter - IV of SEBI (Prohibition of Insider Trading) Regulation, 2015, provides for the formulation of a "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (hereinafter referred to as the "Code").

In view the aforesaid provisions, the Code was approved & adopted by the Board of Directors (the "Board") of Pankaj Piyush Trade and Investment Limited (the "Company"). SEBI vide its notification dated December 31, 2018 has amended the SEBI (Prohibition of Insider Trading) Regulations, 2015. In view of this, the Board reviewed and adopted this revised Code, effective from April 01, 2019.

**Definitions:**

1. "**Board**" means the Board of Directors of the Company.
2. "**Code**" means the Code of practices and procedures for Fair Disclosures of Unpublished Price Sensitive Information.
3. "**Company**" means Pankaj Piyush Trade and Investment Limited.
4. "**Compliance Officer**" means the Company Secretary of Pankaj Piyush Trade and Investment Limited.
5. "**Unpublished Price Sensitive Information**" ( "UPSI" ) means any information, relating to the Company or its securities, directly or indirectly, that is not generally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 if any;
  - iii. Change in Capital Structure;

- iv. Mergers, De-mergers, Acquisitions, Delisting, Disposals and Expansion of Business and such other transactions;
- v. Changes in Key Managerial Personnel;

All capitalized terms used in this policy document but not defined herein shall have the same meaning ascribed to such term in the SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and the Rules framed there under, as amended from time to time.

#### **Principles of Fair Disclosure of Unpublished Price Sensitive Information**

The Company shall adhere to the following principles of fair disclosure of Unpublished Price Sensitive Information with respect to it or its securities, which is likely to affect price of the securities:

- i. The Company shall ensure prompt public disclosure of Unpublished Price Sensitive Information that would affect price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- ii. The Company shall ensure uniform and universal dissemination of Unpublished Price Sensitive Information to avoid selective disclosure.
- iii. The Company Secretary/Compliance Officer of the Company is designated as the Chief Investor Relations Officer under this Code to deal with dissemination of information and disclosure of UPSI of the Company and the Company's representative(s) meeting / sharing information with any analyst, research / institutional investors / others ("Analysts") shall ensure to provide timely information (in advanced) which is shared with Analysts (including presentations) to the Compliance Officer.
- iv. The Company shall make prompt dissemination of Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- v. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- vi. The Company's representatives meeting the Analysts shall be responsible to ensure that information shared with Analysts is not Unpublished Price Sensitive Information and shall be careful while answering to the queries of such Analysts. Any unanticipated questions may be taken on notice and a considered response may be given later.
- vii. The Company shall follow 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.



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viii. The Company shall handle of all Unpublished Price Sensitive Information on a need to-know basis.

**Sharing of UPSI for Legitimate Purpose:**

The UPSI may be shared by (A) any Promoter, Director, Key Managerial Personnel, Functional Head, Plant Head, Business Manager / R & D Manager (herein collectively or individually may be referred to as the "Personnel") and/or (B) such other person(s) as may be authorized by any of the said Personnel of the Company (herein referred to as the "Authorised Persons") as may be required, only in furtherance of legitimate purpose(s) which shall include any or all of the following;

- 1) Sharing of UPSI in the ordinary course of business with existing or potential partners, collaborators, bankers, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants.
- 2) Sharing of UPSI where such communication is in furtherance of performance of duty(ies);
- 3) Sharing of UPSI for discharge of legal obligation(s).
- 4) Sharing of UPSI for any other genuine purpose as may be determined by any of the Personnel as may be required in this behalf, provided the same shall be capable of being demonstrated as genuine purpose by the said Personnel, as & when required.
- 5) Sharing of UPSI for any other purpose as may be prescribed under any law, rules, regulations, notifications etc. for the time being in force, in this behalf, as may be amended from time to time

Provided that such sharing shall not be carried out to evade or circumvent the prohibitions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (as may be amended from time to time).

However, other provisions / restrictions as may be prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 2015, if any, or any other law for the time being in force in this behalf, as may be amended from time to time, shall prevail over this Code.

**Issue of Notice to the recipient of the UPSI:**

Any person in receipt of a UPSI pursuant to the aforementioned "legitimate purpose" shall be considered an "Insider" for purposes of this Code and due notice shall be given to such Insider(s) by the relevant Personnel disclosing the UPSI as per this Code:

- (i) To make aware such Insider that the information shared is or would be a UPSI;
- (ii) To instruct such Insider to maintain confidentiality of such UPSI in compliance with this Code & SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended).



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In the event of any amendment to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended) or issuance of any clarification relating to such Regulations, such amendment/ clarification shall be deemed to be adapted by the Company and in case of any conflict between the provisions of this Code and Regulations, the latter shall prevail. The Board of

Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of Unpublished Price Sensitive Information.

This Code shall be published on the official web site of the Company.

This Code and every subsequent modification, alteration or amendment made thereto, shall also be intimated to the Stock Exchange(s) where the securities of the Company are listed.

Thanking You

For Pankaj Piyush Trade and Investment Limited

**SHWETA  
GUPTA**

Shweta Gupta  
(DIRECTOR)  
DIN-07452923

Digitally signed by  
SHWETA GUPTA  
Date: 2019.03.30  
15:49:52 +05'30'