

Date: 19th December, 2024

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

To
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

Scrip Code: 544290

Scrip Symbol: EIEL

Sub: Intimation under Regulation 8(2) of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 8(2) of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('SEBI PIT Regulations'), please find attached herewith the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information framed under Regulation 8 (1) of SEBI PIT Regulations.

This is for your information and record.

Thanking You,

For Enviro Infra Engineers Limited

Piyush Jain
Company Secretary & Compliance Officer
A57000

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURES OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[Under Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015]

Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

1. Prompt public disclosure of Unpublished Price Sensitive Information

The Company shall make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. The said information shall be uploaded to the Company's website in order to be accessed by the shareholders, investors and stakeholders of the Company i.e. to make the information generally available.

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 Uniform and Universal dissemination of unpublished price sensitive information

The disclosure of unpublished price sensitive information shall be on a continuous, immediate, uniform basis and universal basis.

3. Overseeing and co-ordinating disclosure

The Company Secretary & Compliance Officer, for the purpose of Regulations, shall oversee corporate disclosures and deal with dissemination of information and disclosure of Unpublished Price Sensitive Information.

The Company Secretary & Compliance Officer shall be responsible for ensuring that the Company complies with continuous disclosure requirements and; overseeing and co-ordinating disclosure of unpublished price sensitive information to stock exchanges, on the website of the Company and media.

If information is accidentally disclosed without approval of Company Secretary & Compliance Officer, the person responsible may inform the Company Secretary & Compliance Officer immediately, even if the information is not considered price sensitive.

In such event of inadvertent, selective disclosure of unpublished price sensitive information, the Company Secretary & Compliance Officer shall take prompt action to ensure such information is generally made available.

The Company shall ensure that information shared with analysts and research personnel is not UPSI.

4. Responding to market rumors

The Company shall appropriately and fairly respond to queries on news reports and requests for verification of market rumors by regulatory authorities.

5. Transcripts or records of proceedings of meetings with analysts

The Company shall Develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the

website of the Company to ensure official confirmation and documentation of disclosures made.

6. Unpublished price sensitive information on Need-to-Know basis

Unpublished Price Sensitive Information shall be handled on a “need to know” basis i.e. it shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Sharing of Information for Legitimate Purposes: No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

The indicative list of 'legitimate purposes' for which UPSI can be shared is as under:

1. Sharing of information with auditors, debenture trustees or any other person during preparation of financial results.
2. Sharing of information with Merchant Bankers/Consultants in respect of capital restructuring such as buy-back of shares.
3. Sharing of information with Auditors/Bankers/Consultants for declaration of dividend.
4. Sharing of Information with Legal Advisors/Consultants for obtaining legal advice.

The UPSI may emanate from any department within the Company and hence the onus shall be on the concerned Head of Department who is the originator of such UPSI to justify the need to share it with other person on the basis of their functional/legal requirement.

The policy for determination of Legitimate Purposes as mentioned in detail in **Annexure-A** to this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

Policy for Determination of “Legitimate Purposes”

[Pursuant to Regulation 3 (2A) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

1. Legitimate purpose shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of Regulations.
2. Any person in receipt of unpublished price sensitive information pursuant to a legitimate purpose shall be considered an "insider" for purposes of the SEBI (PIT) Regulations and due notice shall be given to such person to maintain confidentiality of such unpublished price sensitive information in compliance with the said Regulations. Such person is also required to ensure the confidentiality of unpublished price sensitive information shared with him / her, in compliance with the Regulations.
3. An unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that would:–
 - (i) entail an obligation to make an open offer under the takeover regulations where the board of directors of the Company is of informed opinion that sharing of such information is in the best interests of the company.
 - (ii) not attract the obligation to make an open offer under the takeover regulations but where the board of directors of the Company is of informed opinion that sharing of such information is in the best interests of the company and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the board of directors may determine to be adequate and fair to cover all relevant and material facts.
 - (iii) For the purpose of (i) and (ii) as mentioned above, the board of directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the purpose of (i) and (ii) above, and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information.
4. Unpublished Price Sensitive Information, such as Financial Results, declaration of Dividends, change in Capital Structure, Open Offer, proposal of Corporate Restructuring which includes mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions, diversification, expansion acquisition in the stake of other entities or Change in Key Managerial Personnel or such other information as may be considered by the Board as Unpublished Price Sensitive Information, which shall be handled within the Company on a need-to-know basis, and the same should be disclosed only to those who need such information for legitimate purpose and to discharge their duties or legal obligations by virtue of their respective role and function, whose possession

of such information will not give rise to a conflict of interest or appearance of misuse of such information, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.

5. A structured digital database shall be maintained containing the names of such persons or entities, as the case may be, with whom information is shared for legitimate purposes along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Adequate and effective system of internal controls will also be laid out to secure such database. Documents containing confidential information shall be kept secured. Computer files must have adequate security login and password, etc.
6. No insider shall trade in the securities of the Company who are in possession of Unpublished Price Sensitive Information for Legitimate Purposes. When a person who has traded in securities has been in possession of unpublished price sensitive information, his trades would be presumed to have been motivated by the knowledge and awareness of such information in his possession.