



KANCO TEA & INDUSTRIES LIMITED

Registered Office : "Jasmine Tower", 3rd Floor
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217
E-mail : contact@kancotea.in, Website : www.kancotea.in
Corporate Identity Number (CIN)-L15491WB1983PLC035793

1st April, 2019

To,
The Manager,
Corporate Affairs Department,
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

• Scrip Code/ID-541005/KANCOTEA

Dear Sir,

Subject: Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPS)

Pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Board of Directors of the Company has amended the existing Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPS). Attached, find a copy of the aforesaid revised code in compliance of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, for your information and records.

Thanking You,

Yours Faithfully,
For Kanco Tea & Industries Limited

A handwritten signature in black ink, appearing to read 'ckabra'.

Charulata Kabra
Company Secretary and Compliance Officer

Encl:a/a



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CODE OF PRACTICES AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION OF KANCO TEA & INDUSTRIES LIMITED

1.1 Introduction

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interest of investors in general, had formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") under the powers conferred on it under the SEBI Act, 1992. These regulations came into force with effect from 15th May, 2015 and the same have been made applicable to all companies whose shares were listed on the Indian Stock Exchanges. The Company is required to formulate Code of Practices and Procedures for Fair Disclosures.

1.2 Objective of the Code of Fair Disclosure

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Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the company's securities and to maintain the uniformity, transparency and fairness in dealing with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.

1.3 Title

This code shall be known as the "Code of Practices and Procedures for Fair Disclosure of Price Sensitive Information of Kanco Tea & Industries Limited" (the "Code") and has been made pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

1.4 Applicability

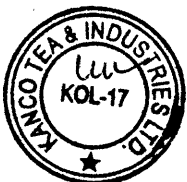
This Code shall be applicable to Kanco Tea & Industries Limited.

1.5 Definitions as used in this code

- (a) "Chief IRO" shall mean the person nominated to function as the Chief Investor Relations Officer under these Regulations;
- (b) "Company" shall mean Kanco Tea & Industries Limited, and where the context requires shall include its subsidiaries;
- (c) "Unpublished Price Sensitive Information" shall have the meaning assigned thereto in the Regulations.

2. Publication of the Code

This Code, upon its adoption by the Board of Directors of the Company, shall be uploaded on the Company's website and any updates hereto shall be promptly reflected on the Company's website.





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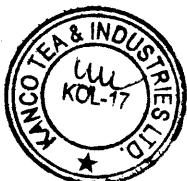
3. Norms for handling and dissemination of Price Sensitive Information

- 3.1 Kanco Tea & Industries Limited will promptly make public disclosure of unpublished price sensitive information as soon as credible and concrete information is available or the decisions are validated by the Board to BSE Limited, CSE Limited and simultaneously upload such information on Company's official website www.kancotea.in in order to make such information generally available to investors and members of the Company.
- 3.2 Kanco Tea & Industries Limited shall disclose information on its official website and in the portal of BSE Limited and CSE Limited to avoid selective disclosure.
- 3.3 Ms. Charulata Kabra, Company Secretary is designated as Chief Investor Relations Officer to take all required action for dissemination of information and disclosure of unpublished price sensitive information indiscriminately.
- 3.4 Prompt action shall be taken by the Chief Investor Relation Officer to ensure that the inadvertent selective disclosure of un-published price sensitive information is generally available.
- 3.5 Chief Investor Relation Officer shall provide appropriate assistance and fair response to the queries of analysts & regulatory authorities for verification of news report or market rumors.
- 3.6 Chief Investor Relations Officer shall further ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
- 3.7 Any discussion on un-published price sensitive information at the meeting of analyst or investors relations will be made generally available through the official website of the Company to ensure official confirmation and documentation of disclosure is made.
- 3.8 Unpublished Price Sensitive Information shall be handled on a "need to know" Basis, i.e., Unpublished Price Sensitive Information shall be disclosed to those within the Kanco Tea & Industries Limited who need the information to discharge their duty.

4. Policy for determination of "Legitimate Purposes"

The sharing of UPSI shall be deemed to be for "Legitimate Purpose", if it satisfies the following criteria:

- 4.1 The '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 or other advisors or consultants, provided that





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

- 4.2 The information shall be shared with any person on 'need to know' basis.
- 4.3 Insiders shall share the UPSI with the external agencies only in the interest of the Company and/or in compliance with the requirements of the law.
- 4.4 Sharing of information may be construed as insider trading even while it is in pursuit of compliances required or business interests of the Company in appropriate circumstances. The person who has the UPSI should ideally recuse himself from assigned task of the sharing the UPSI with third parties in such doubtful cases to avoid any adverse inferences in this regard.
- 4.5 The agreements entered into involve sharing of UPSI should have a "confidentiality clause" or else a separate Non-Disclosure Agreement shall be executed with parties to safeguard the disclosure of UPSI.

5. AMENDMENT

The Company reserves the right to amend or modify this Code in whole or part, in accordance with any regulatory amendment or notification or otherwise, at any time without assigning any reason whatsoever. Any such amended Code will be accordingly updated on the website of the Company.

This Code was duly approved by the Board on 14th May, 2015.

This code has been amended and adopted by the Board on 11th February, 2019.

