

**DHANLAXMI FABRICS LIMITED**  
**CIN: L17120MH1992PLC068861**

**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OF UNPUBLISHED PRICE SENSITIVE INFORMATION**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)*

**INTRODUCTION**

The Securities & Exchange Board of India (SEBI), in its endeavor to put in place a framework for prohibition of insider trading in securities and to strengthen the legal framework thereof, had formulated SEBI (Prohibition of Insider Trading Regulations), 2015 (the "said Regulations") effective from May 15, 2015 under the powers conferred on it under the SEBI Act, 1992.

Regulation 8(1) of the said Regulations requires listed companies to formulate a code of practices and procedures for fair disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A of the said Regulations.

**PRINCIPLES OF FAIR DISCLOSURE**

In adherence to the principles of fair disclosure enumerated under Schedule A to the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors would follow the following practice and procedure for fair disclosure of unpublished price sensitive information:

1. To make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
2. To make uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary/ Head of Finance Department of the Company will be the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. To make a prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. To provide an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. To ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. To develop the 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.
8. To handle all unpublished price sensitive information on a need-to-know basis.

**OVERSEEING AND CO-ORDINATING DISCLOSURE**

Compliance Officer/ Company Secretary/ Any concerned person authorized by Management of the Company shall be responsible for prompt public disclosure of UPSI i.e. to Stock Exchanges that would impact price discovery, so as to ensure uniform and universal dissemination of UPSI to avoid selective disclosure.

In the event of inadvertent selective disclosure of UPSI, prompt action will be taken to ensure such information is generally available.



UPSI shall be handled on a "need to know" basis i.e. will be disclosed only who need the information to discharge their duty.

**DISCLOSURE/DISSEMINATION OF UPSI WITH SPECIAL REFERENCE TO ANALYSTS AND INSTITUTIONAL INVESTORS**

Head of Finance Department who will act as Chief Investor Relations Officer /Concerned Official(s) only shall disclose any information (which will not be UPSI) relating to the Company's Securities to Institutional Investors & Analysts

**For Dhanlaxmi Fabrics Limited**

*Vinod S. Jhawar*



**Mr. Vinod Sohanlal Jhawar**  
**(Managing Director)**  
**DIN: 00002903**