

ISMT LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(Pursuant to Reg. 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)

The Board of Directors of ISMT Limited (“Company”) adopted the **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information** (“Code”) effective from May 15, 2015 framed on the basis of the principles of fair disclosure outlined in the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“SEBI PIT Regulations”). These Regulations were further amended by the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018. Accordingly, the Board of Directors of the Company would follow the following practice and procedure for the fair disclosure of unpublished price sensitive information:

1. The Company shall ensure prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. The Company shall ensure a uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company shall ensure a prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
4. The Company shall ensure an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
5. The Company shall ensure that hat information shared with analysts and research personnel is not unpublished price sensitive information.
6. The Company shall develop 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.
7. The Company shall ensure the handling of all unpublished price sensitive information on a need-to-know basis.
8. The Compliance Officer of the Company shall act as the Chief Investor Relations Officer (CIRO) for the purpose of dealing with dissemination of information and disclosure of Unpublished Price Sensitive Information.
9. An Insider can share unpublished price sensitive information, *subject to the prior approval of the Board of Directors or the Finance Committee of the Company*, in the ordinary course of business & for legitimate purposes with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, other advisors or consultants of the Company, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the SEBI PIT Regulations as amended.

[Note: Clause 9 is incorporated in this Code pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and shall come into effect from April 01, 2019]

This Code was adopted by the Board of Directors of the Company in its meeting held on February 12, 2019.