

VALLABH POLY PLAST INTERNATIONAL LIMITED

(CIN - L25209MH1994PLC081821)

Regd Office: A-Wing, 3rd Floor, Raheja Point 1, Vakola Pipe Line, Santacruz (East), Mumbai - 400055, Tel-022-39509900,
Fax-022-35909934, Website - www.vppil.com, Email Id - vppil@yahoo.in



CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION.

PREAMBLE

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (hereinafter referred to as the 'Regulations') mandates the listed Companies to frame a Code of Practices and Procedures for fair and timely dissemination of unpublished price sensitive information. Accordingly, Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information has been approved and implemented by the Board of Directors of the Company.

II. APPLICABILITY

This Code shall be applicable with effect from May 15, 2015.

III. OBJECTIVE

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Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the company's securities and to maintain the uniformity, transparency and fairness in dealing with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

IV. DEFINITIONS

The words, terms and expressions used in the Code shall have the same meanings given in Regulation 2 of Chapter I of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

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IV. CODE

1. Prompt Disclosure of Unpublished Price Sensitive Information (UPSI)

The Company shall make prompt public disclosure and dissemination of Unpublished Price Sensitive Information such as financial results, dividend, corporate restructuring pertaining to the Company as soon as credible and concrete information comes into being in order to make such information generally available. Such information shall be shared with the Stock Exchanges in appropriate manner for the purpose of making the information generally available.

2. Uniform and Universal dissemination of Unpublished Price Sensitive Information

The Company shall ensure uniform and universal disclosure of Unpublished price sensitive information and shall avoid selective disclosures. However, if any such Information gets disclosed selectively or inadvertently or otherwise, endeavour shall be made to make the above information generally available through dissemination of the same to Stock Exchange and/or by posting the same on the official website of the Company, as soon as practicable.

3. Designation of Whole-Time Director as Chief Investor Relations Officer and Responsibilities

The Whole-Time Director shall act as Chief Investor Relations Officer (CIRO) and will be responsible for ensuring that the Company complies with the continuous disclosure requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and this Code. He shall also be responsible for approval of, overseeing, monitoring & co-ordinating dissemination of information and disclosure of unpublished price sensitive information.

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4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

In case any Unpublished Price Sensitive Information through inadvertence or otherwise gets disclosed selectively, then such unpublished price sensitive information should be brought to the notice of the CIRO by the Employee/Director concerned and disseminated immediately by the CIRO to make such information generally available in accordance with the Code.

5. Procedures for responding to any Queries on news reports and/or requests for verification of market rumors by regulatory authorities

- i. Appropriate, fair & prompt response shall be submitted to all queries on news reports or requests for verification of market rumors received from regulatory authorities.
- ii. In case the query/request received from a Stock Exchange, suitable reply shall be sent to other stock exchange to make such information generally available.
- iii. The CIRO shall oversee corporate disclosure. He shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

6. Procedure for Disclosure/ dissemination of Price Sensitive Information with special reference to Analysts, Institutional Investors etc.

- i. Only Public information will be provided to Analysts/Research person and Institutional Investors. Alternatively any unpublished price sensitive information given to Analysts/Research Person should be simultaneously made public at the earliest.

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ii. In order to avoid mis-quoting or mis-representing it is desirable that CIRO should be present at the meeting with Analysts and Institutional Investors and if thought appropriate, the discussion may be recorded and transcripts may be made and disseminated on the official website of the Company.

iii. Extra caution will be taken while dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions will be taken on notice and a considered response shall be furnished later. If the answer includes unpublished price sensitive information, the Company will make such information generally available, before responding.

7. Need to Know

Unpublished Price Sensitive Information shall be handled on a “need to know” basis i.e. Unpublished Price Sensitive Information shall be disclosed only to those within the Company who need the information to discharge their official duties or discharge of legal obligations.

While ensuring that the information is shared on a “need to know” basis the Company shall ensure that:

- a. Such information shall be shared with the prior approval of the CIRO;
- b. Such information shall be shared by the employees in the discharge their official duties or discharge of legal obligations
- c. Incase of such information being shared with external parties the requisite confidentiality clauses are mentioned in their engagement letter(s)/agreement(s)

V. POWER OF THE BOARD OF DIRECTORS

The Chief Investor Relations Officer, subject to the approval of the Board of Directors, reserves the right to amend or modify this code in whole or in part, at any time without assigning any reason whatsoever.

The Board may also establish further rules and procedures, from time to time, to give effect to the intent of this Code and to further the objective of Good Corporate Governance.

Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

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The decision of the Board of Director of the company with regard to any or all matters relating to this Code shall be final and binding on all concerned.

V. DISCLOSURES:

This Code shall be published on the official website of the Company.

Further, this Code and every subsequent amendments made thereto, shall be promptly intimated to the Stock Exchange where the securities of the Company are listed.