



**TATVA CHINTAN PHARMA CHEM LIMITED
CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE
SENSITIVE INFORMATION**

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Policy/Code/Manual/Other	Code
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I. INTRODUCTION:

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interests of investors in general, has formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015 (**hereinafter referred to as “PIT Regulations”**) under the powers conferred on it under the SEBI Act, 1992. These PIT Regulations were notified on 15th January, 2015 and shall come into force with effect from 120th day from the date of its publication in the Official Gazette i.e. w.e.f. from 15th May, 2015. These PIT Regulations shall be applicable to all companies whose shares are listed on Indian stock exchanges.

In order to comply with the mandatory requirement of the PIT Regulations, it is necessary to formulate a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information for Tatva Chintan Pharma Chem Limited (hereinafter referred to as ‘the Company’) for use by its Directors.

This document embodies the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (**hereinafter referred to as the “Code”**) to be adopted by the Company and followed by its Directors. The Code seeks to ensure timely, fair and adequate disclosure of price sensitive information to the investor community by the Company to enable them to take informed investment decisions with regard to the Company’s Securities.

This Code has been adopted by the Board of Directors of the Company in its meeting held on 13th March, 2021.

Any Subsequent modification(s) / amendment(s) to the said PIT Regulations shall automatically apply to this Code.

II. Principles of Fair Disclosure for purpose of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information:

The Board of Directors of the Company have always thrived to conduct its business in a fair and transparent manner with a view to protect the interest of all the stakeholders in the Company. Towards achieving this objective, the Company and the members of the Board, designated employees and advisers, consultants and retainers (hereinafter referred to as ‘Designated Persons’) shall adhere to the principles of fair disclosure of unpublished price sensitive information in letter as well as in spirit:

1. The Company and the ‘Designated Persons’ shall maintain confidentiality of all unpublished price sensitive information, shall communicate the same purely on ‘need-to-know basis’ and shall not communicate to any unauthorized person or on selective basis.
2. 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.

3. The Company shall ensure uniform and universal dissemination of unpublished pricesensitive information to avoid selective disclosure.
4. The Compliance Officer of the Company shall act as the Chief Investor Relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
5. The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
6. The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
7. The Company will ensure that information shared with analysts and research personnel, if any, is not unpublished price sensitive information.
8. The Company shall develop and follow best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website of the Company at www.tatvachintan.com to ensure official confirmation and documentation of disclosures made.
9. The Company shall handle all unpublished price sensitive information on a need-to- know basis.
10. Sharing of information with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, other advisors or consultants, shall be considered as "legitimate purposes" for the purpose of sharing unpublished price sensitive information in the ordinary course of business by an insider, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the PIT regulations.
11. 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 ensure the compliance of maintenance of a digital database for sharing the information for said legitimate purposes.
12. Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of SEBI PIT Regulations and such persons are also required to ensure the confidentiality of unpublished price sensitive information shared with them, in compliance with SEBI PIT Regulations.

III. Power of the Board of Directors:

The Board of Directors of the Company is authorised to amend or modify this Code in whole or in part from time to time, as the Board may fit necessary as and when required.

The Board of Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of unpublished price sensitive information.

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

IV. Disclosure of the Code on the Company's Website:

This Code shall be published on the official website of the Company at www.tatvachintan.com.

This Code and every subsequent modification, alteration or amendment made thereto, shall also be intimated to the Stock Exchanges where the securities of the Company are listed.

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