

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UNPUBLISHED PRICE SENSITIVE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

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1. Introduction

- 1.1 The Securities and Exchange Board of India (SEBI) notified the SEBI (Prohibition of Insider Trading) Regulation, 2015 (Regulations) on January, 2015
- 1.2 Pursuant to Regulation 8(1) of the Regulations Godavari Biorefineries Limited (GBL) is required to formulate a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (Fair Disclosure Code”)
- 1.3 The Board of Directors of GBL has formulated the Fair disclosure Code and approve the same at its meeting held on 31st May, 2024

2. Scope

- 2.1. GBL Endeavors to preserve the confidentiality of Unpublished Price Sensitive Information (UPSI) and prevent its misuse. To achieve these objectives, and to compliance with the Regulations, GBL has adopted this Fair Disclosure Code.
- 2.2. This code ensure timely and adequate disclosure of UPSI which would impact the price of its securities and to maintain uniformity, transparency and fairness in dealing with all its stakeholders.
- 2.3. GBL is committed to timely and adequate disclosure based in applicable legal and regulatory requirements.

3. Terms and Definitions

Words and expression used but not defined in this code shall have the same meaning assigned to them in the SEBI (Prohibition of insider Trading) Regulation, 2015 or The Securities and Exchange Board of India Act, 1992, The Securities Contracts (Regulation) Act, 1956, The Depository Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder, as the case may be or in any amendment thereto.

4. Principles of Fair Disclosures

To adhere to the principles as mentioned in the Schedule A of this Regulation, GBL Shall

- 4.1. Promptly disclosed to publicly any UPSI that would impact price discovery no sooner than Credible and concrete information comes in to being so that such information is generally available.
- 4.2. **(a)** Uniformity and universally disseminate in a timely manner UPSI to avoid selective disclosure by communicating the same to the Stock Exchanges and disclosing the same in its website.
(b) Disclosed press releases issued it from time to time which are considered to be important for general public beside putting the same on Company's website
(c) put the Company's website quarterly and annually financial results and all investors presentation pertaining to such financial results for reference of the general public
- 4.3. Employees of the Company shall not respond under any circumstances to enquiries from the Stock Exchanges, the media or others, unless authorized to do so by the Chief Investor Relations Officer (CIRO) or Chief Financial Officer of the Company.
- 4.4. Promptly disseminate UPSI that get disclosed selectively, inadvertently or otherwise to make such information generally available.
- 4.5. Provide appropriate and fair response to queries on news reports and request for verification of market rumors by Regulatory Authorities such as Stock Exchanges etc.
- 4.6. Ensure that information shared with analyst and research personnel is not UPSI
- 4.7. The Company communicates with its Institutional shareholders through meeting with analyst and discussion between fund managers and management. The Company also participates at Investors conference from time to time. All interactions with Institutional Shareholders, fund managers and analyst are based on generally available information that is accessible to the public on a non-discriminative basis, The details relating to quarterly performance and financial results are disseminated to the shareholders through press releases and uploaded on the website of the Company
- 4.8. Handle all price sensitive information on a need-to-know basis by creating suitable safeguards to avoid UPSI becoming available to any person who is not required to have access to such information. UPSI,

however, be disclosed, to person who need such information for furtherance of legitimate purposes, performance of duties or discharge of legal obligations in relation to the Company. The Policy for determination of “Legitimate Purposes” is as bellow:

For Determine the Legitimate Purposes, the below mentioned policy to be adhered to:

- (a) The UPSI can be shares only on a need to know basis and for legitimate purposes and not to evade or circumvent the prohibitions of the regulations.
- (b) The UPSI can be shared in the ordinary course of Business only if the same is necessary to be shared in order to complete any task/activities/deal including any other assignments for furtherance of the business interest of the Company.
- (c) Subject to the Conditions specified in (a) and (b) above UPSI can be shared with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisor or consultant in respect of proposed assignment or in order to avail professional services from them or other business purposes, as the case may be, UPSI can also be shared in case same is mandatory for performance of duties or discharge of legal obligations.

Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an “Insider” for the purposes of this Regulation.

- 5. The Board of Directors of GBL has appointed Company Secretary who will report to the Chief Financial Officer of the Company to deal with dissemination of information and disclosures of UPSI. The Company Secretary may be contacted by email at investors@somaiya.com
- 6. The Fair Disclosure Code is subject to review by the Board of Directors as and when deemed necessary.

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