INDAG RUBBER LIMITED

CIN-L74899DL1978PLC009038
Add: Khemka House, 11, Community Centre, Saket, New Delhi-110017
Phone: 26963172-73, Fax: 011-26856350
Email: info@indagrubber.com, Website: www.indagrubber.com

POLICY FOR PROCEDURE OF INQUIRY IN CASE OF LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION ("UPSI')

[Under Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Background

The SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 ("PIT Amendment Regulations') mandates every listed company to formulate a written policy and procedures for inquiry in case of leak of unpublished price sensitive information and initiate appropriate action on becoming aware of leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.

In this regard, Board of Directors of Company has laid down this policy for procedure of inquiry in case of leak of Unpublished Price Sensitive Information ('the policy), for adoption.

I. **Objective**

(i) To strengthen the internal control system to prevent leak of UPSI.
(ii) To restrict and prohibit the practice of sharing of UPSI, with the un-authorized person, which originates from within the company and which affects the market price of the Company as well as loss of reputation and investors' / financers' confidence in the company.
(iii) To have a uniform code to curb the un-ethical practices of sharing UPSI by Insiders, Employee & Designated Persons with any person, firm, Company or Body Corporate.
(iv) To initiate inquiry in case of leak of UPSI or suspected leak of UPSI and inform the same to the Securities and Exchange Board of India ("SEBI") promptly.
(v) To take disciplinary actions, if deemed fit against any Insider, Employee & Designated Persons who appears to have found guilty of violating this policy, apart from any action that SEBI may initiate/take against the Insider, Employee & Designated Persons.

II. **Scope**

To lay procedures for inquiry in case of leak of unpublished price sensitive information ("UPSI") or suspected leak of UPSI and inform the Board promptly of such leaks, inquiries and results of such inquiries.

III. **Applicability**

This Code shall be applicable with effect from April 21, 2025.

IV. **Definitions:**

(i) **"Chief Investor Relation Officer (CIO)"** shall mean the Compliance Officer of the Company appointed by the Board of Directors under Securities and Exchange Board India (Prohibition of Insider Trading) Regulations, 2015.

(ii) **"Leak of UPSI"** shall mean communication of information which is/ shall be UPSI by any Insider, Employee & Designated Persons or any other known or unknown person to any person other than a person(s) authorized by the Board or Chief Investor Relation Officer (CIO) of the Company after following the due process prescribed in this behalf in the Code of Practices for Fair Disclosure of the Company and /or under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or SEBI (Prohibition of Insider Trading) Regulations, 2015 and any amendment, re-amendment or re-enactment thereto.

(iii) **"Support Staff"** shall include IT Staff, Secretarial Staff, Legal Staff, Finance Staff, Strategy Staff who have access to unpublished price sensitive information.

(iv) **"Unpublished Price Sensitive Information" (UPSI)** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:

(a) Declaration of financial results of the Company;
(b) Proposal to declare/recommend dividends (Interim and Final);
(c) Proposal to change capital structure i.e. Issue of securities, buy - back of securities or any forfeiture of shares or change in market lot of the Company's shares;
(d) Mergers, De-mergers, Acquisitions, De-listing of Securities, disposals and expansion of business, award or termination of order/contracts not in the normal course of business and such other transactions;
(e) Changes in key managerial personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
(f) change in rating(s), other than ESG rating(s);
(g) fund raising proposed to be undertaken;
(h) agreements, by whatever name called, which may impact the management or control of the company;
(i) fraud or defaults by the Company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad;

(j) resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;

(k) admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;

(l) initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;

(m) action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company;

(n) outcome of any litigation(s) or dispute(s) which may have an impact on the company;

(o) giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the company not in the normal course of business;

(p) granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals;

(q) Material events in accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

(r) Any other matter as may be prescribed under the Listing Regulations and/or Corporate Law to be price sensitive, from time to time.

Note: Words and expressions used and not defined in this Code but defined in the SEBI [Prohibition of Insider Trading) Regulations, 2015, the Securities and Exchange Board of India Act, 1992 (15of1992), the Securities Contracts (Regulation) 1956 (42of1956), the Depositories Act, 1996 (22 of 1996) or the Companies 2013 (18 of 2013) and the Rules and Regulations made there under shall have the meanings respectively assigned to them in those legislation.

V. Duties of Chief Investor Relation Officer (CIO):

The CIO shall be responsible to;

i. Oversee the Compliance of this policy.
ii. Report the incident of actual or suspected leak of UPSI to the Securities and Exchange Board of India.
iii. Intimate the incident of actual or suspected leak of UPSI to the Stock Exchanges.

iv. To co-ordinate with and disclose the relevant facts of the incident of actual or suspected leak of UPSI to the Board.

VI. **Disclosure of actual or suspected leak of UPSI to Stock Exchanges & SEBI:**

On becoming aware of actual or suspected leak of Unpublished Price Sensitive Information of the Company, the CIO shall ensure that the same shall be promptly intimated to the Stock Exchanges on which the securities of the Company are listed.

VII. **Report of actual or suspected leak of UPSI to SEBI:**

On becoming aware of actual or suspected leak of Unpublished Price Sensitive Information of the Company, the CIO shall ensure that a report on such actual or suspect leak of UPSI, preliminary enquiry thereon and results thereof shall be promptly informed to SEBl.

VIII. **Procedure for enquiry in case of leak of UPSI:**

On suo-motu becoming aware or otherwise, of actual or suspected leak of Unpublished Price Sensitive Information of the Company by any Promoter, Director, Key Managerial Person, Insider, Employee, Designated Person, Support Staff or any other known or un-known person, the below mentioned procedure be followed in order to enquire and/ or otherwise investigate the matter.

a. To take Cognizance of the matter:

The Board of Director shall meet within a period of 30 days after receipt of the information of actual or suspected leak of Unpublished Price Sensitive Information and take cognizance of the matter and decide as follows.

i) If it is found that the allegation is frivolous, not maintainable or outside the scope, the same may be dismissed.
ii) If it is found that the issue requires further investigation, Preliminary Enquiry may be initiated.

b. Preliminary Enquiry:

Preliminary enquiry is a fact-finding exercise which shall be conducted by the CIO. The object of preliminary enquiry is to ascertain the truth or otherwise of the allegations contained in the information or complaint, if any, and to collect necessary available material in support of the allegations, and thereafter to decide whether there is justification to embark any disciplinary action.

The Board of Director, if required and in addition to CIO may also appoint and / or authorize any person(s), as it may deem fit, to initiate/conduct an enquiry to collect the relevant fact, material substances on actual or suspected leak of UPSI.

c. Report of Preliminary Enquiry to the CIO:

The CIO or Person(s) appointed/authorized to enquire the matter of actual or suspected leak of UPSI submit his/her report to the Board within 20 working days from the date of his appointment on this behalf.

d. Disciplinary Action:

The Disciplinary Action(s) shall include, wage freeze, suspension, recovery, claw back, termination etc., as may be decided by the Members of the Board.

IX. Amendment

The Board of Directors of the Company, in sync with applicable laws, rules & regulations, may amend / substitute any provision(s) with a new provision(s) or replace this entire Policy with a new Policy.

In any circumstance where the terms of this Policy differ from any law, rule, regulation etc. for the time being in force, the law, rule, regulation etc. shall take precedence over this Policy.

This Policy and any subsequent amendment(s) thereto, shall be promptly intimated to the Stock Exchanges, if required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or SEBI (Prohibition of Insider Trading) Regulations, 2015 and any amendment, re-amendment or re-enactment thereto.

For Indag Rubber Limited

Vijay Shrinivas
(CEO & WTD)
Date: 21.04.2025
Place: New Delhi

Version	Approved on
Version 1	April 01, 2019
Version 2	April 21, 2025