



**POLICY ON DISCLOSURE AND INTERNAL PROCEDURE FOR**  
**PREVENTION OF INSIDER TRADING**  
*Of*  
**PARADEEP PARIVAHAN LIMITED**

*Approved by Board on the Meeting held on Dt.05.06.2024*

## **NOTING OF INSIDER TRADING POLICY**

### **1. INTRODUCTION**

Insider trading means trading in Securities of a company by its Directors, Senior Officials or other Insiders while in possession of Unpublished Price Sensitive Information (“UPSI”). Such trading by Insiders or the investors’ confidence in the integrity of the management and is unhealthy for the capital markets.

In order to comply with the mandatory requirement of the Regulations, it was necessary to formulate a specific Code of Conduct for Directors, Senior Officials, Designated Persons and other Connected Persons.

The Code is also intended to serve as a guiding charter for all concerned persons associated with the company and their trading in Securities of the company. Further, the Code also seeks to ensure timely and adequate disclosure of UPSI to the investor community by the Company to enable them to take informed investment decisions with regard to the Company’s Securities. The provisions of this Code have to be read along with the Regulations and if there is any inconsistency/contradiction between the two, the provisions of the Regulations shall prevail.

### **2. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

Pursuant to the provision of Regulation 9, the Board of Directors of the Company has ensured that the Chief Executive Officer & Managing Director has formulated the Code of Conduct for Prevention of Insider Trading, with the Board’s approval, to regulate, monitor and report trading by its Designated Persons and their Immediate Relatives towards achieving compliance with the Regulations, adopting the minimum standards set out in Schedule B to the Regulations, without diluting the provisions of the Regulations in any manner.

### **3. LIMITED ACCESS TO CONFIDENTIAL INFORMATION**

Designated Persons privy to confidential information shall, in preserving the confidentiality of information, and to prevent its wrongful dissemination, adopt among others, the following safeguards:

- Files containing confidential information shall be kept secure.
- Computer files must have adequate security of log in through a password.
- Follow the guidelines for maintenance of electronic records and systems as may be prescribed by the Compliance Officer from time-to-time in consultation with the person in charge of the information technology function.



#### List of Senior Officials-

The Compliance officer shall maintain a list of Designated Persons or any other persons with whom UPSI is shared along with the purpose for which such information was shared.

#### 4. CHINESE WALL

To prevent the misuse of UPSI, the Company has adopted a “Chinese Wall” policy which separates those departments which routinely have access to UPSI, considered “inside are as” from those departments which deal with sale/marketing / the investment /finance/ treasury / etc and or other departments providing services, considered “public are as”.

As per the said policy:

- The Senior Officials in the inside areas are not allowed to communicate any UPSI to anyone in the public areas.
- The Senior Officials in the inside area may be physically separated from the Senior Officials in public area.
- The demarcation of various departments as inside are shall be decided by the Board in consultation with Compliance Officer.

Only in exceptional circumstances, Senior Officials from the public areas are brought “over the wall” and given UPSI for the furtherance of legitimate purposes and on the basis of “need to know” criteria, after providing prior written intimation to the Compliance Officer.

#### 5. PROTECTION AGAINST RETALIATION AND VICTIMIZATION

The Regulations provide for voluntary submission by an individual including an employee of the Company (as defined in Regulation 7I of the Regulations) directly to SEBI, in the manner prescribed under the said Amendment Regulations of an alleged violation of insider trading laws that has occurred, is occurring or about to occur.

No unfair treatment such as discharge, termination, demotion, suspension, threats, harassment or discrimination will be meted out to an employee directly or indirectly by virtue of such employee making a voluntary submission as above, irrespective of whether the information is considered or rejected by SEBI or he or she is eligible for a Reward under the Regulations, by reason of:



- a) filing a Voluntary Information Disclosure Form with SEBI;
- b) testifying in, participating in, or otherwise assisting or aiding SEBI in any investigation, inquiry, audit ,examination or proceeding instituted or about to be instituted for an alleged violation of insider trading laws or in any manner aiding the enforcement action taken by SEBI; or

Breaching any confidentiality agreement or provisions of any terms and conditions of employment or engagement solely to prevent any employee from cooperating with SEBI in any manner.



Place: Paradeep  
Date: 05.06.2024