

## **AVON ORGANICS LIMITED**

### **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (Under Regulation 8(1) of SEBI (Prohibition of Insider Trading Regulation, 2015)**

#### **I. Background:**

The Securities and Exchange Board of India (SEBI), in its endeavour to protect the interest of investors in general has introduced SEBI (Prohibition of Insider Trading) Regulation, 2015 to be effective from May 15, 2015. Chapter IV Regulation 8(1) read with Schedule A of the SEBI (Prohibition of Insider Trading) Regulations, 2015 provides for formulation of a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information by the Board of Directors of every listed company.

Accordingly, Avon Organics Limited (“**Avon**”) has laid down the following code:

#### **II. Chief Investor Relation Officer to oversee and coordinate disclosures:**

1. The Compliance Officer of the Company is designated as the **Chief Investor Relations Officer** and is responsible for dissemination of information and disclosure of UPSI.
2. The Compliance Officer is also responsible for ensuring compliance under this code, overseeing and coordinating disclosure of unpublished price sensitive information to stock exchanges, shareholders, analysts and media and for educating Avon’s staff on disclosure policies and procedure.
3. All the unpublished price sensitive information is to be handled on “need to know basis”, i.e., Unpublished Price Sensitive Information should be disclosed only to those within Avon who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information. All the non-public information directly received by any employee should immediately be reported to the Compliance Officer.

#### **III. Prompt disclosure of unpublished price sensitive information:**

1. Avon will ensure that any event which has a bearing on the share price of the Company shall be disseminated promptly upon the conclusion of the event, by communicating the same to the stock exchanges in accordance with the listing agreement.
2. To ensure that the information is disseminated in a uniform manner, Avon will transmit the information to all the stock exchanges at the same time.

#### **IV. Disclosure with reference to Analysts/ Media:**

1. All unpublished price sensitive information shall be first communicated to the stock exchanges before the same is shared with analyst & research personnel.
2. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

#### **V. Responding to Market Rumors:**

Any whole time Director of the Company and/or the Compliance Officer and/or the Investor Relations Team shall give an appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities. They shall also be responsible for deciding whether a public announcement is necessary for verifying or denying rumour and making disclosures.