



Ddev Plastiks Industries Limited

CIN: L24290WB2020PLC241791

Registered Office: 2B, Pretoria Street, Kolkata- 700 071

POLICY FOR INQUIRY IN CASE OF LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION ('UPSI')

[Pursuant to Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended]

Background

The SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 ("PIT Amendment Regulations") mandates every listed company to formulate written policies and procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, which shall be approved by board of directors of the company and accordingly initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.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of Ddev Plastiks Industries Limited ("DPIL /Company") has laid down this policy for Inquiry in case of Leak of Unpublished Price Sensitive Information ('UPSI').

1. Objective

- a) To strengthen the internal control system to prevent leak of UPSI.
- b) 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' / financiers' confidence in the company.
- c) 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
- d) 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.
- e) 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.

2. Scope

This Policy deals with:

- a. Formulating procedures for inquiry such as initiating inquiry, reporting, etc. in case of leak or suspected leak of UPSI.
- b. Strengthening the internal control system to prevent leak of UPSI.
- c. Penalizing any insider who appears to have found guilty of violating this policy.

To lay procedures for inquiry in case of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information, which shall be approved by board of directors of the company and accordingly initiate appropriate inquiries on becoming aware of leak of unpublished price sensitive information or suspected leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries.

3. Applicability

The Policy shall be applicable with effect from April 1, 2019.

4. Definitions:

- a) **Chief Investor Relation Officer (“CIO”)** shall mean the Compliance Officer of the Company appointed by the Board of Director under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- b) **Leak of UPSI** shall mean communication of information which is / shall be UPSI by any Insiders, 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, or re-enactment thereof..
- c) **Support Staff** shall include IT Staff, Secretarial Staff, Legal Staff, Finance Staff, and Strategy Staff who have access to unpublished price sensitive information.
- d) **Un-published Price Sensitive Information (“UPSI”)** shall mean 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 include but not restricted to, information relating to the following:
 - i. Periodical Financial Results of the Company;
 - ii. Intended declaration of dividends (Interim and Final);
 - iii. Change in 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;
 - iv. Mergers, De-mergers, Amalgamation, Acquisitions, De-listing of Securities, Scheme of Arrangement or Takeover, Disposals, Spin Off or Selling Division of Whole or Substantially Whole of the Undertaking and Expansion of Business and such other transactions;

- v. Any major expansion plans or execution of new projects or any significant change in plans or operations of the Company;
- vi. Changes in Key Management Personnel;
- vii. 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 (15 of 1992), the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and the Rules and Regulations made thereunder shall have the meanings respectively assigned to them in those legislation.

5. Duties of Chief Investor Relations Officer:

The CIO shall be responsible to;

- a) Oversee the Compliance of this policy.
- b) Intimate to the Board of Directors of such leaks, inquiries and results of such inquiries.
- c) On becoming aware about the incident of actual or suspected leak of UPSI, promptly intimate the Inquiry Committee as appointed by the Board of Directors from time to time along with the relevant facts for initiating appropriate inquiries.
- d) Intimate to the SEBI and Stock Exchanges of such actual or suspected leaks, inquiries and results of such inquiries.

6. Disclosure of actual or suspected leak of UPSI to Stock Exchange:

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 in the format as set out in “Annexure – A” to this policy.

7. 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 inquiry thereon and results thereof shall be promptly informed to SEBI in the format as set out in “Annexure–B” to this policy.

8. Constitution of Inquiry Committee:

The Board of Directors or any officer authorized by the board in this behalf shall constitute a Committee to be called as “Inquiry Committee”.

The Inquiry Committee shall consist of minimum 3 (three) Members which shall include Managing Director, Chief Financial Officer and Chief Investor Relation Officer and any other officer of the Company. The Managing Director may change/alter/re-constitute the Inquiry Committee as may be required from time to time. If any member of the Committee has conflict of interest in any given case, then he/she should rescue himself/herself and other members of the Committee may be appointed.

9. Duties of Inquiry Committee:

The Inquiry Committee shall be responsible;

- (a) To conduct a preliminary inquiry to ascertain the truth contained in the information or complaint pertaining to actual or suspected leak of UPSI, if any;

- (b) To authorize any person, if required, to collect necessary support material;
- (c) To consider the facts and circumstances and decide / direct on the matter;
- (d) To decide disciplinary action thereon.

10. Powers of the Inquiry Committee

For purpose of conducting inquiry, the Inquiry Committee may:

- a) call upon
 - such employees/individuals to seek clarification or information pertaining to the leak.
 - persons / members of committees involved in generation of the original data for purpose of determination of key figures pertaining to financial figures.
 - persons involved in the consolidation of the figures for the financial results.
 - persons involved in the preparation of board notes and presentations.
 - persons involved in dissemination of information relating to financial results in the public domain.
 - any other persons who had access to the information.
 - any market intermediaries, fiduciaries and other person/ entities who have access to UPSI for inquiry conducted for leak of such UPSI.
- b) at its discretion, invite external investigators/experts
- c) take necessary actions including sending the Suspect on leave, restrict physical access to the office premise, freeze access to systems, electronic devices, emails, etc., during the pendency of the investigations for fair conduct of the proceedings.
- d) keep the identity of the Suspect confidential till the completion of inquiry unless it is essentially required for the purpose of investigation.
- e) notify the Suspect of the allegations at the outset of internal investigation and provide him opportunity to represent his case and submit evidence.
- f) do all such acts, deeds, matters and things as are necessary for the purpose of conduct of internal investigation

11. Procedure for inquiry 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 unknown 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 Inquiry Committee shall meet within a period of 2 (two) working days immediately as soon as possible 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 Inquiry** may be initiated.

(b) Preliminary Inquiry

Preliminary inquiry is a fact-finding exercise which shall be conducted by the Chief Investor Relation Officer. The object of preliminary inquiry 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 Inquiry Committee, if required and in addition to Chief Investor Relation Officer may also appoint and / or authorize any person(s), as it may deem fit, to initiate/conduct an inquiry to collect the relevant fact, material substances on actual or suspected leak of UPSI.

(c) Intimation of Leak or suspected Leak of UPSI

If in the opinion of CIO with consultation with Managing Director and/or CFO, the preliminary inquiry report warrants further investigation, the same shall be submitted to:
The Board of Directors
Inquiry Committee for detailed investigation

The CIO shall simultaneously intimate SEBI about such leak or suspected Leak of UPSI.

(d) Report of Preliminary Inquiry to the Inquiry Committee:

The Chief Investor Relation Officer or Person(s) appointed/authorized to enquire the matter of actual or suspected leak of UPSI submit his/her report to the Inquiry Committee within 15 working days from the date of his appointment on this behalf.

(e) Disciplinary Action:

The Disciplinary Action(s) shall include wage freeze, suspension, recovery, claw back, termination, ineligibility in participation in Company's Stock plan and/or events etc., as may be decided by the Members of the Committee based on the facts. Notwithstanding, the action taken by the Committee, SEBI or any other appropriate authority would also be informed of such violation who may take appropriate action against the Suspect.

12. Rights and Obligations of the Suspect

a) The Suspect shall-

- co-operate with the Inquiry Committee during the investigation process.
- have a right to consult with a person or persons of their choice, other than members of Inquiry Committee.
- right to be informed of the outcome of the investigation

b) The Suspect(s) has the responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with and witnesses shall not be influenced, coached, threatened or intimidated by the Suspects.

c) Unless there are compelling reasons not to do so, Suspects will be given the opportunity to respond to material findings contained in investigation report. No allegation of wrongdoing against a Suspect shall be considered as maintainable unless there is good evidence in support of the allegation.

13. 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.

Annexure A

Format of intimation of Actual or Suspected Leak of UPSI to the Stock Exchanges

**Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015**

**To,
BSE Ltd
P.J. Towers, Dalal Street,
Fort, Mumbai - 400001**

Script No. 543547

**Sub: Intimation of Actual or Suspected Leak of UPSI pursuant to Regulation 30 of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows:

Name of offender, if known	
Name of Organization	
Designation (Employee, Insider, Designated Person, or any other	
Nature of information	
Whether any action initiated by the Company. If yes, narration of the same	Yes/No
Any Other information	

Request you to take the aforementioned on your records.

Thanking You,

Yours Truly,
For Ddev Plastiks Industries Limited

Company Secretary & Compliance Officer

Annexure B

Format for reporting Actual or Suspected Leak of UPSI to the SEBI
Pursuant to Regulation 9A (5) of SEBI (Prohibition of Insider Trading) Regulation, 2015

To,
Securities and Exchange Board of India
Plot No. C-4,-A, G Block,
Near Bank of India, Bandra Kurla Complex, Bandra
East Mumbai – 400051, Maharashtra

Script No. 543547

Sub: Report of Actual or Suspected Leak of UPSI pursuant to Regulation 9A (5) of SEBI
(Prohibition of Insider Trading) Regulation, 2015

Dear Sir/Madam

Pursuant to Regulation 9A (5) of SEBI (Prohibition of Insider Trading) Regulations, 2015, we are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows:

Name of offender, if known	
Name of Organization	
Designation (Employee, Insider, Designated Person, or any other	
Nature of information	
Whether any action initiated by the Company. If yes, narration of the same	Yes/No
Any Other information	

Request you to take the aforementioned on your records.

Thanking You,

Yours Truly
For Ddev Plastiks Industries Limited

Company Secretary & Compliance Officer