



DCM NOUVELLE LIMITED

CIN:L17309DL2016PLC307204

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CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

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1. Introduction:

- 1.1 Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 require the Board of Directors of every Company, whose securities are listed on a Stock Exchange, to formulate and publish on its official website, a Code of Practices and Procedures for Fair Disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A of the said Regulations, without diluting the provisions of these regulations in any manner.
- 1.2 Regulation 9(1) of the aforesaid Regulations also require the Board of Directors of every listed company to formulate a Code of Conduct to regulate, monitor and report trading by its employees and other connected persons towards achieving compliance with the aforesaid Regulations, adopting the minimum standards set out in Schedule B to the Regulations, without diluting the provisions of the Regulations in any manner.
- 1.3 To achieve the said objectives and in compliance with aforesaid Regulations the Board of Directors of the Company hereby adopt this Code of Fair Disclosure of Unpublished Price Sensitive Information, 2015 (“Code”)

2. Title and Commencement of the Code:

- 2.1 These codes shall be called the DCMN-Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.
- 2.2 The Code shall come into force with effect from the date it is

adopted by the Board.

2.3 These Codes are applicable to the Company and its business units and subsidiaries present and future.

3. Principles of Fair Disclosure:

3.1 The following Officials (“Authorised Officials”) of the Company will only deal with dissemination of information and disclosure of unpublished price sensitive information:

- a) Chairman of the Board of Directors;
- b) Chief Executive Officer/Managing Director;
- c) The Chief Financial Officer
- d) The Company Secretary; and

such other Officials who have been authorized by the Board or requested by any of the foregoing persons to speak to securities professionals and investors on behalf of the Company.

3.2 The Authorised Officials shall promptly make public disclosure of all such unpublished price sensitive information that would impact price of securities dealt with on the Stock Exchanges no sooner than concrete information comes into being in order to make it generally available.

3.3 The unpublished price sensitive information shall be disseminated universally and uniformly by the Authorised Officials of the Company to avoid selective disclosure.

3.4 The unpublished price sensitive information that gets disclosed selectively, inadvertently, or otherwise if at all, shall be made available promptly, disseminated, and the information will be made generally available.

- 3.5 The Company and its Authorised Officials shall ensure that appropriate and fair response is provided to queries on news reports and requests for verification of market rumours by Regulatory authorities.
- 3.6 The Authorized Officials shall ensure that information shared with Analysts and Research personnel is not unpublished price sensitive information.
- 3.7 The Company and its Authorized Officials shall follow best practices to make transcript of records of proceedings of meetings with Analyst and other Investor Relation Conferences and publish proceedings of such meetings on its official website www.dcmnvl.com to ensure official confirmation and documentation of disclosures made therein.
- 3.8 The Company and its Authorized Officials shall handle all unpublished price sensitive information on a need-to-know basis only.

4. Policy for determination of legitimate purposes

- 4.1 The Authorized Official(s) shall determine the legitimate purposes for which communication or procurement of UPSI could be made in terms of the Regulations.
- 4.2 Any such communication or procurement of UPSI should be only on a need to know basis and either a confidentiality agreement should signed or due notice should be served to such persons to maintain the confidentiality of such unpublished price sensitive information.
- 4.3 The legitimate purposes shall include sharing of UPSI in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant

bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants.

4.4 In no event such sharing shall be carried out to evade or circumvent the prohibitions of the Regulations.

5. Board Power and disclosure of the Code:

5.1 The decision of the Board of Directors of the Company with regard to any or all matters relating to this code shall be final and binding on all concerned. This code and every subsequent amendment thereto shall be published in the official website of the Company and shall be promptly intimated to the Stock Exchanges where the securities are listed.

The code has been approved by the Board of Directors of the Company on May 15, 2019.

For DCM Nouvelle Limited

Sd/-

(Managing Director)