



KEI Industries Limited

Regd. Office: D-90, Okhla Industrial Area, Phase - I New Delhi - 110020. CIN: L74899DL1992PLC051527. Tel.: +91-11-26818840, 26818642, 26815558, 26815559. Fax: +91-11-26811959, 26817225. Email: info@kei-ind.com Website: www.kei-ind.com

KEI/BSE/2019-20

Date: 03.04.2019

The Manager,
BSE Limited
Listing Division,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

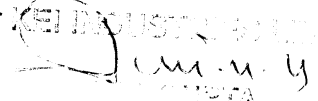
Subject: Revised "Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulation, 2018

Dear Sir / Madam,

This is to inform you that Company has revised and adopted the "Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information" ("the Code of Fair Disclosure") in compliance with the provisions of the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 with immediate effect. The copy of the said Code of Fair Disclosure is enclosed and is available on the official website of the Company www.kei-ind.com.

This is for your information and record.

Thanking You,
Yours faithfully,
For KEI INDUSTRIES LIMITED

For KEI INDUSTRIES LIMITED

Chairman-cum-Managing Director
DIN No. - 00006422
(ANIL GUPTA)

Chairman-cum-Managing Director

CC:

The National Stock Exchange of India Ltd.
Listing Division,
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

The Calcutta Stock Exchange Ltd.
The Senior Manager, Listing Division,
7, Lyons Range, Kolkata-700001

Works-II : Bhiwadi : SP-920 RIICO Industrial Area Phase-III, Bhiwadi, Dist Alwar 301019 (Rajasthan) Tel : 01493-220106, 221731 Fax : 01493-221732
Works-III : Silvassa : 99/2/7, Madhuban Istrial E-state, Rakholi, Silvassa UT of D & N H-396240 Tel/Fax : 0091-260-2644404, 2630944,2645896
Branch : Chennai : 27/F 1, first floor, Chakrapani Street, West Mambalam, Chennai-600 033 Tel : 044-24803363 Fax : 044-24803404.
Offices : Mumbai : 101-102, Vastu Shilp, Vastu Enclave, Andheri Pump House, Andheri(East), Mumbai-400093 Tel : 0091-22-2823963/28375642, Fax : 28258277
Kolkata : Arihant Benchmark, 4th Floor, 113-F, Matheshwartola Road, Kolkata-7000466 Telfax : 033-40620820/4062

KEI INDUSTRIES LIMITED

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

1. PREAMBLE

KEI Industries Limited ('the Company') endeavours to preserve the confidentiality of Unpublished Price Sensitive Information and to prevent misuse of the same. The Company is committed towards transparency and fairness in dealing with all stakeholders and in ensuring adherence to all applicable laws and the SEBI (Prohibition of Insider Trading) Regulations, 2015 including amendment thereto, from time to time ('SEBI PIT Regulations'). To achieve these objectives, and in compliance with the SEBI PIT Regulations, the Company had adopted the Principle of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('the Code of Fair Disclosure') as a part of Code of Conduct for Prevention of Insider Trading. The Code of Fair Disclosure is revised in accordance with the provisions of the SEBI PIT Regulations read with amendment(s) thereto vide SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and Circulars issued by BSE vide Circular No. LIST/COMP/01/2019-20 and NSE vide Circular No. NSE/CML/2019/11 dated 02nd April, 2019.

2. PRINCIPLES FOR FAIR DISCLOSURE

A code of Practices and Procedures for Fair Disclosure of Price Sensitive Information for adhering each of the principles is set out below:

- The Company will make prompt public disclosure of Unpublished Price Sensitive Information in relation to the Company that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- The Company will ensure uniform and universal dissemination of Unpublished Price Sensitive Information in relation to the Company to avoid selective disclosure.
- The Directors or KMP or Authorized Representatives of the Company will deal with dissemination of information and disclosure of Unpublished Price Sensitive Information in relation to the Company.
- The Company will make efforts to promptly dissemination of Unpublished Price Sensitive Information in relation to the Company that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- The Company will endeavor to provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- The Company will ensure that information shared with analysts and research personnel is not Unpublished Price Sensitive Information in relation to the Company.
- The Company will develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences, if any, on the Company's website to ensure official confirmation and documentation of disclosures made.

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For **KEI INDUSTRIES LIMITED**


ANIL GUPTA
Chairman-Cum-Managing Director
DIN No.: 00006422



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- All Unpublished Price Sensitive Information in relation to the Company will be handled on a need to know basis.

3. DETERMINATION OF LEGITIMATE PURPOSES FOR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- The Company Secretary in consultation with the Managing Director(s) or the Chief Financial Officer of the Company shall decide the Legitimate Purposes in accordance with SEBI PIT Regulations.
- Sharing of Unpublished Price Sensitive Information in relation to the Company with lenders, customers, suppliers, legal advisors, auditors, merchant bankers, collaborators, partners, insolvency professional, other advisors or consultants, shall be considered as "Legitimate Purposes" for the purpose of sharing Unpublished Price Sensitive Information in the ordinary course of business by Insider, provided that such sharing of Unpublished Price Sensitive Information has not been carried out to evade or circumvent the prohibitions of the SEBI PIT Regulations.
- Any person who is in receipt of Unpublished Price Sensitive Information pursuant to the Legitimate Purposes shall be considered as an Insider for the purpose of the SEBI PIT Regulations and notice shall be given to such person(s) to maintain confidentiality of Unpublished Price Sensitive Information, in compliance with the SEBI PIT Regulations.
- A structured digital database shall be maintained containing the names of such persons or entities as the case may be with whom information is shared for Legitimate Purposes under the SEBI PIT Regulations along with the Permanent Account Number ('PAN') any other identifier authorized by law where PAN is not available. Adequate and effective systems of internal controls will also be laid down to ensure the compliance for maintenance of the digital database for sharing the information for the said Legitimate Purposes, in accordance with the SEBI PIT Regulations.

4. EFFECTIVE DATE

This Code of Fair Disclosure will be effective with immediate effect.

5. REVIEW / AMENDMENTS

The Board of Directors of the Company, may amend, abrogate, modify or revise any or all provisions of this Code of Fair Disclosure, from time to time. However, amendments in the SEBI PIT Regulations/other applicable laws/Regulations will be binding even if not incorporated in this Code.

For KEI INDUSTRIES LIMITED

ANIL GUPTA
Chairman-Cum-Managing Director
DIN No.: 00006422

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