



CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION OF CHEVIOT COMPANY LIMITED

[FRAMED UNDER REGULATION 8 (1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015]

EFFECTIVE FROM 1ST APRIL 2019

A. Principles of Fair Disclosure for purposes of Code of Practices and procedures for fair disclosure of unpublished price sensitive information

1. Cheviot Company Limited (CCL) will promptly make public disclosure of unpublished price sensitive information as soon the information or the decisions are validated by the Board to the stock exchange(s) where the shares of the company are listed and simultaneously upload such information on Company's website in order to make such information generally available to investors and members of the Company.
2. CCL shall disclose information in portal of stock exchange(s) and its website to avoid selective disclosure.
3. Mr. Aditya Banerjee, Company Secretary is designated as Chief Investor Relations Officer to take all required action for dissemination of information and disclosure of unpublished price sensitive information indiscriminately.
4. In the event of inadvertent selective disclosure of un-published price sensitive information, prompt action shall be taken by Chief Investor Relations Officer to ensure such information is generally available.
5. Chief Investor Relations Officer shall provide appropriate assistance and fair response to regulatory authorities for verification of news reports or market rumours.
6. Chief Investor Relations Officer shall further ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. CCL shall take reasonable steps, to make generally available, any discussion on un-published price sensitive information at the meeting of analyst or investors relations through the official website to ensure official confirmation and indiscriminate disclosure.
8. Unpublished Price Sensitive Information shall be handled on a "need to know" basis, i.e., Unpublished Price Sensitive Information shall be disclosed only to those within the CCL who need the information to discharge their duty.

CHEVIOT COMPANY LTD.



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B. Policy for determination of legitimate purpose

1. Legitimate purposes for sharing of unpublished price sensitive information in the ordinary course of business by an Insider with Company's partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants shall be determined on the basis that sharing the unpublished price sensitive information is necessary for performance of duties in the interests of the Company or discharge of legal obligations and not to evade or circumvent the prohibitions of SEBI (Prohibition of Insider Trading) Regulations, 2015.
2. Any person who receives unpublished price sensitive information for a legitimate purpose shall be considered an Insider for the purpose of SEBI (Prohibition of Insider Trading) Regulations, 2015.
3. Unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction that may or may not entail an obligation to make an open offer under the takeover regulations, where the Board of directors of the Company is of informed opinion that sharing of such information is in the best interests of the Company. Provided the parties shall execute confidentiality and/or non-disclosure agreements and such parties shall keep information so received confidential and shall not otherwise trade in securities of the company when in possession of unpublished price sensitive information. The board of directors, however, would cause public disclosures of such unpublished price sensitive information at least two trading days prior to the proposed transaction.
4. Any person who receives unpublished price sensitive information must maintain confidentiality of the unpublished price sensitive information at all times and use the unpublished price sensitive information only for the purposes for which it was received.
5. Any person who receives unpublished price sensitive information and their immediate relatives shall undertake not to trade in securities of the company while in possession of the unpublished price sensitive information.
6. Any person who receives unpublished price sensitive information must adhere to the code of conduct in terms of Regulation 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 to ensure safeguarding of unpublished price sensitive information.

REVIEWED BY THE BOARD OF DIRECTORS AT THEIR MEETING HELD ON 26TH MAY, 2022.

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