

May 14, 2019

To,
Corporate Relationship Department
Bombay Stock Exchange Limited,
1st floor, P.J.Towers, Dalal Street,
Mumbai - 400001.

Ref: RAM RATNA WIRES LIMITED (Scrip Code: 522281)

Sub.: Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Dear Sir/madam

In terms of the Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company have approved the updated Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information vide circular resolution dated 25th March, 2019 and made as applicable to the Company.

A copy of the said code is enclosed for your records and the same is also made available on the website of the Company at www.rrshramik.com

You are requested to kindly make a note of the same and oblige.

Thanking you,

Yours faithfully,

For **Ram Ratna Wires Limited**


Saurabh Gupta
Company Secretary



**CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION**

[Under Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended]

PREAMBLE

In terms of the SEBI (Prohibition of Insider Trading) Regulations, 2015, Ram Ratna Wires Limited ("the Company") had formulated and published on its official website, a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code of Fair Disclosure").

The said Code of Fair Disclosure is required to be amended pursuant to the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 ("the Regulations"). Accordingly, in supersession of the previous Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) the Board of Directors of the Company, has formulated a specific Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code of Fair Disclosure") in accordance with the requirements of the said amended Regulations.

This document embodies the said Code of Fair Disclosure and shall be deemed to have come in to force from April 1, 2019.

The Principles of Fair Disclosure adopted by the Company are as follows:

1. Prompt public disclosure of Unpublished Price Sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available;
2. Uniform and universal dissemination of Unpublished Price Sensitive information to avoid selective disclosure;
3. The Company Secretary shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Prompt dissemination of Unpublished Price Sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities;
6. The information shared with analysts and research personnel is not Unpublished Price Sensitive information;
7. Develop best practices to make transcripts of records of proceeding of meeting with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. Handling of all Unpublished Price Sensitive information on a need-to-know basis.

Policy for Determination of “legitimate purposes”

- Legitimate Purposes shall mean sharing of UPSI in the ordinary course of business by an Insider with collaborators, merchant bankers, legal advisors, auditors, professionals, or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.
- Unpublished Price Sensitive Information (UPSI) means any information, relating to the 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 of the Company and shall, ordinarily include but not restricted to, information relating to the following:
 - Periodical Financial Results (quarterly, half-yearly and annual)
 - Proposals for declaration of dividends (interim or final)
 - Proposals for change in capital structure
 - Proposals for mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions
 - Changes in Key Managerial Personnel
- Generally available information means information that is accessible to the public on a non-discriminatory basis.
- UPSI shall be provided only when needed for legitimate purposes, performance of duties or discharge of legal obligations. All insiders shall adhere to the conditions of strict confidentiality and shall not share any UPSI except for the aforesaid purposes.
- Any person in receipt of UPSI pursuant to a “legitimate purpose” shall be considered as “Insider” for purposes of the Regulations and such persons are also required to ensure the confidentiality of UPSI shared with them, in compliance with the 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 under the regulations along with the Permanent Account Number (PAN) or any other identifier authorised by law where PAN is not available. Such database shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

The Board of Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of unpublished price sensitive information and may delegate to any Director(s)/Company Secretary, the authority to amend or modify this Code, in whole or in part, subject to approval of the Board.

This Code shall be published on the official website of the Company.

Subsequent modification(s)/amendment(s) to SEBI (Prevention of Insider Trading) Regulations, 2015 and any amendment thereto shall automatically apply to this Code.
