

**INTERNATIONAL COMBUSTION (INDIA) LIMITED**

**Code of Practices and Procedures for Fair**

**Disclosure of Unpublished Price Sensitive Information**

**[Pursuant to Regulation 8 of the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015]**

*Adopted by the Board of Directors on May 8, 2015 and duly amended by the Board at its meeting held on 8<sup>th</sup> February, 2019*

The Principles, Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information adopted by the Board of Directors of the Company pursuant to Regulation 8(1) of the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 read with Schedule A to the said Regulations, are as follows:-

1. Unpublished price sensitive information that would impact price discovery shall be promptly disclosed by the Company in order to make such information generally available. Such disclosures shall be made no sooner than credible and concrete information comes into being.
2. Dissemination of unpublished price sensitive information shall be done in a universal and uniform manner by the Company in order to avoid selective disclosure.
3. The Company Secretary & Compliance Officer of the Company, shall act as its Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise, if at all, shall be promptly disseminated by the Company in order to make such information generally available.
5. Appropriate and fair responses to queries on news reports and requests for verification of market rumours by regulatory authorities shall be provided by the Company.
6. The Company shall ensure that the information shared with analysts and research personnel, if any, is not unpublished price sensitive information and that the same is simultaneously disseminated to the Stock Exchanges on which the shares of the Company are listed.
7. The Company shall also publish transcripts or records of proceedings of meetings with analysts and of other investor relations conferences, if any, on its official website at [www.internationalcombustion.in](http://www.internationalcombustion.in), in order to ensure official confirmation and documentation of disclosures made thereat.

8. The Company shall handle all unpublished price sensitive information on a need-to-know basis only and no unpublished price sensitive information shall be communicated to any person except in furtherance of the person's legitimate purposes, performance of duties or discharge of his legal obligations.
9. The information which the Company shall consider price-sensitive and accordingly disseminate, shall include all such information, which in the opinion of its Board of Directors and/ or executive management/ Company Secretary & Compliance Officer, could impact the price discovery or affect the price of its shares, such information in all cases to include and in no case, being lesser than the minimum information specified, defined and described as price sensitive information under Clause 36 of the Equity Listing Agreement with Stock Exchanges and other applicable rules / regulations.
10. The medium/ mode of publishing / making public, the price sensitive information shall, in all cases, be dissemination / disclosure of such information to the Stock Exchanges where the equity shares of the Company are listed including filing of all such information on the Bombay Stock Exchange Limited Listing Centre Website at [listing.bseindia.com](http://listing.bseindia.com) in order to make such information available to the public in real-time and in applicable/ appropriate cases, also posting of such information on the official website of the Company at [www.internationalcombustion.in](http://www.internationalcombustion.in).
11. For the purposes of the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, this Code and the Company's Code of Conduct To Regulate, Monitor And Report Trading by Insiders framed as required under Regulation 9 of the said Regulations and all matters connected therewith, the term "legitimate purpose" shall include sharing of unpublished price sensitive information 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, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations. The Company Secretary & Compliance Officer of the Company may determine the other entities with whom unpublished price sensitive information may be shared for "legitimate purposes". Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered as an "insider" for the purposes of these Regulations, this Code and the Company's Code of Conduct To Regulate, Monitor And Report Trading by Insiders as mentioned above and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with these Regulations.