

VINATI ORGANICS LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(Pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended)

The Company shall adhere to the following practices and procedure to ensure fair, timely, transparent and uniform disclosure of unpublished price sensitive information such as the events and occurrence that could impact price of securities in the market.

1. Prompt Public Disclosure:

The Company shall make prompt public disclosure of Unpublished Price Sensitive Information ("UPSI") that could impact price discovery no sooner than credible and concrete information comes into being in order to make such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:

The Company shall make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure by communicating the same to the Stock Exchange(s) and disclosing the same on its website.

3. Chief Investor Relations Officer:

The Compliance Officer of the Company appointed under the SEBI (PIT) Regulations, 2015 shall act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of UPSI.

Employees of the Company shall not respond under any circumstances to enquiries from the Stock Exchange(s), the media or others, unless authorised to do so by the Executive Director or the Chief Investor Relations Officer ("CIRO") of the Company.

4. Correction of Selective Disclosure:

The Company shall make prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

5. Response to Market Rumors:

The Company shall provide appropriate and fair response to queries on news reports and requests for verification of market rumors by Regulatory Authorities such as Stock Exchange(s), etc.

Provided that, if and when the Company falls within the list of specified listed entities (e.g., Top 100, Top 250, or such other threshold as may be prescribed by SEBI from time to time)

based on market capitalization, the Company shall confirm, deny or clarify any reported event or information in the mainstream media which is not generally available and which indicates that rumors of an impending specific material event or information are circulating amongst the investing public. Such verification shall be provided within 24 hours from the reporting of the event or information or upon the triggering of a material price movement, as per applicable SEBI guidelines.

6. Sharing of Information with Analysts:

The Company shall ensure that information, if any, shared with analysts and research personnel is not UPSI and the Information shared during analyst/investor meetings shall be limited to generally available information.

7. Transcripts and Recordings:

The Company shall develop best practices to make transcripts and audio/video recordings of proceedings of meetings with analysts and other investor relations conferences on the Company's official website and submit to the Stock Exchanges to ensure official confirmation and documentation of disclosures made.

8. Handling of UPSI:

The Company shall handle all UPSI on a need-to-know basis by creating suitable safeguards to avoid UPSI becoming available to any person who is not required to have access to such information. UPSI, may however be disclosed, to persons who need such information for furtherance of legitimate purposes, performance of duties or discharge of legal obligations in relation to the Company.

9. Policy for Determination of "Legitimate Purposes":

- a. Definition: Legitimate Purpose 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, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the SEBI (PIT) Regulations, 2015.
- b. Notice to Recipients: Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an "insider" for purposes of these Regulations and such person shall maintain confidentiality of such UPSI, with or without notice be given to maintain confidentiality of such UPSI in compliance with SEBI (PIT) Regulations, 2015.
- c. Structured Digital Database (SDD): The Company shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom UPSI is shared under SEBI (PIT) Regulations, 2015 along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

10. Disclosure under Integrated Filing Framework:

This Code shall be disclosed under the "Integrated Filing – Governance" framework as mandated by SEBI circular dated December 31, 2024 and shall be hosted on the Company website in compliance with Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The code has been adopted by the Board of Directors through circulation on 28th March, 2019 and was subsequently amended by the Board of Directors on January 31, 2026. Any subsequent amendment or modification in the SEBI Regulations shall automatically apply to this Code.

11. Amendments and Review:

The Board of Directors shall review this Code periodically to ensure its effectiveness and compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time. The Board reserves the right to amend or modify this Code, and such changes shall be effective from the date of Board approval. Any subsequent amendment to the SEBI Regulations shall automatically apply to this Code, and the Code shall be deemed to be amended accordingly to that extent.

Document History & Version Control

Version No.	Adopted / Approved By	Approval Date	Description / Summary of Changes
1.0	Board of Directors	October 31, 2015	Formulation and adoption of the Code of Practices and Procedures for Fair Disclosure of UPSI pursuant to Regulation 8(1) & Schedule A of the SEBI (Prohibition of Insider Trading) Regulations, 2015.
2.0	Board of Directors	May 11, 2019	Revision in code incorporating the SEBI (PIT) (Amendment) Regulations, 2018.
3.0	Board of Directors	January 31, 2026	Periodic Review of Policy to align with amended SEBI LODR Regulation.
