

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UNPUBLISHED PRICE SENSITIVE INFORMATION**

OF

KSK ENERGY VENTURES LIMITED

I. PREAMBLE

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (hereinafter referred to as the 'Regulations') mandates the listed Companies to frame a Code of Practices and Procedures for fair Disclosure of unpublished price sensitive information.

Accordingly, a code has been framed in pursuance to the regulations contained in Clause 8(1) of Chapter IV of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the same has been approved and implemented by the Board of Directors of the Company.

II. OBJECTIVE

The objective of formulation of Code of Practices and Procedures for Fair Disclosures is to ensure fair disclosure of unpublished price sensitive information which would impact the price of the company's securities and to maintain the uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to applicable laws and regulations.

III. THE PRINCIPLES OF FAIR DISCLOSURE ADOPTED BY THE COMPANY ARE AS FOLLOWS:

1. Prompt public disclosure of Unpublished price sensitive information:

Unpublished Price sensitive information shall be promptly disclosed by company in order to make such information generally available. For this purpose Unpublished Price Sensitive Information means any information, which relates directly or indirectly to a company and which if published is likely to materially affect the price of shares of the Company.

The following shall be deemed to be Unpublished Price Sensitive Information:

- (i) financial results;
- (ii) dividends;
- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
- (v) changes in key managerial personnel; and
- (vi) material events in accordance with the listing agreement.

2. Uniform and Universal dissemination of unpublished price sensitive information

The disclosure of unpublished price sensitive information shall be on a uniform basis and will be universally disseminated.

3. Chief Investor Relations Officer

The Company has designated the Company Secretary as Chief Investor Relations Officer to oversee corporate disclosures and deal with dissemination of information and disclosure of unpublished price sensitive information.

4. Prompt dissemination of unpublished price sensitive information that get disclosed inadvertently or selectively

The Company shall promptly disseminate the unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

5. Responding to any Queries on news reports and/or requests for verification of market rumours by regulatory authorities

The Chief Investor Relations Officer shall promptly respond to any queries or requests for verification of market rumours by exchanges and shall also provide appropriate assistance and fair response to the regulatory authorities including the stock exchanges for verification of news reports and market rumours.

6. Information sharing with analysts and research personnel

The Company shall provide only public information to the analyst/research persons/large investors like institutions. The Company shall ensure that the information shared with analyst and research personnel is not Unpublished Price Sensitive Information.

7. Sharing of unpublished price sensitive information on Need-to-Know basis for legitimate purposes:

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 where such communication is in furtherance of legitimate purposes as per its "Policy for determination of Legitimate Purpose" (**Annexure A**), performance of duties or discharge of legal obligations, provided it is not shared to evade or circumvent the prohibition under this Regulation.

Modification and Amendments

The Company reserves the right to modify and/or amend this Code of Fair Disclosure at any time. This Code of Fair Disclosure and subsequent amendment(s) thereto, shall be promptly intimated to the stock exchanges where the Securities of the Company are listed.

8. Disclosure of Code on Public Domain

This Code and any amendment thereof will be published on the Company's website www.ksk.co.in

Annexure A

POLICY FOR DETERMINATION OF LEGITIMATE PURPOSES

[Pursuant to Regulation 3 (2A) of SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018]

1. PREFACE

This Policy, as a part of "Codes of Fair Disclosure and Conduct" formulated under Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations 2015, will be known as "Policy for Determination of Legitimate Purposes" hereinafter referred to as "Policy". This Policy is prepared in accordance with Regulation 3(2A) of SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

2. OBJECTIVE

The objective of this policy is to identify Legitimate Purposes for performance of duties or discharge of legal obligations, which will be considered as exceptions for the purpose of procuring unpublished price sensitive information (UPSI) relating to the Company or its listed securities or proposed to be listed securities, if any.

3. DEFINITION

- a) "Legitimate Purposes" shall mean sharing of Unpublished Price Sensitive Information in the ordinary course of business on need to know basis with the following, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations:
- i. Promoters of the Company
 - ii. Partners and Staff Members of the Audit firm, who is appointed for Statutory Audit or for Internal Audit
 - iii. Collaborators
 - iv. Lenders
 - v. Customers
 - vi. Suppliers
 - vii. Bankers
 - viii. Legal Advisors
 - ix. insolvency Professionals
 - x. Consultants
 - xi. Any other advisers
 - xii. Any other person with whom Unpublished Price Sensitive Information is shared
- b) "Insider" – any person in receipt of Unpublished Price Sensitive Information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of these regulations and due notice shall be given to such persons (Insiders) to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations."

(The definition of Insider given under Code of Practices & procedures for fair disclosure of unpublished price sensitive information stands revised to include the above.)

4. DIGITAL DATABASE

The Board of Directors shall ensure that a structured digital database is maintained containing the names of such persons or entities, as the case may be, with whom unpublished price sensitive information is shared under Regulation 3 along with the Permanent Account Number (PAN) or any other identifier authorized by law, where PAN is not available. Such databases shall be maintained with adequate internal controls and checks, such as time stamping, audit trails, etc. to ensure non – tampering of the database.

5. REVIEW AND CHANGES To THIS POLICY

The Board may amend this Policy from time to time (if required) to incorporate any subsequent amendment(s) / modification(s) brought in by SEBI with respect to matters covered under this Policy or even otherwise.

6. APPROVED AND ADOPTED

This Policy was approved and adopted by the Board on Thursday, 14th February, 2019.