



Amir Chand Jagdish Kumar (Exports) Limited

Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and their immediate relatives

1. INTRODUCTION

SEBI (Prohibition of Insider Trading) Regulations, 2015 (“Regulations”) are applicable to all Listed Companies and it mandates every listed company to formulate a code of conduct to regulate, monitor and report trading by designated persons and immediate relatives of designated persons towards achieving compliance with these Regulations. Hence, accordingly this policy is framed and amended pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

2. APPLICABILITY

This Code shall be applicable to Designated Persons and Immediate Relatives of Designated Persons as defined in this Code.

3. DEFINITIONS

a. **“Designated persons”** means:

- i. Promoters;
- ii. Members of the Promoter Group;
- iii. Directors;
- iv. Chief Executive Officer and employees up to two levels below the Chief Executive Officer of the Company and its Material Subsidiary irrespective of functional role or ability to have access to Unpublished Price Sensitive Information;
- v. Key Managerial Personnel;
- vi. Such employees of the Company and its Material Subsidiary who have access to Unpublished Price Sensitive Information such as employees in the Finance & Accounts, Legal, Secretarial & Compliance, Investor Relations, Communications and Media Communications departments
- vii. Any support staff of the Company such as IT staff or secretarial staff, who have access to Unpublished Price Sensitive Information; and
- viii. Any other person who on the basis of their role and function in the Company or Material Subsidiary, is reasonably expected to have access to Unpublished Price Sensitive Information relating to the Company, as may be decided by the Chairperson/Managing Director/Compliance Officer of the Company, from time to time.



- b. **“Immediate Relative”** means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.
- c. **“Audit Committee”** shall mean committee of the Board of the Company constituted pursuant to the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI LODR”**).
- d. **“Trading”** or Trade means and includes subscribing, redeeming, switching, buying, selling, dealing, or agreeing to subscribe, redeem, switch, buy, sell, pledge (including revocation or invocation thereof), deal in the Company’s Securities either directly or through portfolio management services, and “trade” shall be construed accordingly.
- e. **“Unpublished Price Sensitive Information”** or **“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 and shall, ordinarily including but not restricted to, information relating to the following:
 - a. Financial results of the Company;
 - b. Dividends (both interim and final);
 - c. Change in capital structure;
 - d. Issue of Securities, buy-back of Securities or any forfeiture of shares or change in market lot of the Company’s Securities;
 - e. Acquisition, Merger, De-merger, Amalgamation, Restructuring, Scheme of arrangement or takeovers;
 - f. Disposal, spin off or selling division of whole or substantially whole of the undertaking;
 - g. Any major expansion plans or execution of new projects or any significant changes in policies, plans or operations of the Company or award or termination of order/contracts not in the normal course of business;
 - h. Changes in Key Managerial Personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
 - i. change in rating(s), other than ESG rating(s);
 - j. fund raising proposed to be undertaken;
 - k. agreements, by whatever name called, which may impact the management or control of the Company;
 - l. fraud or defaults by the Company, its Promoter, director, Key Managerial Personnel, or subsidiary or arrest of Key Managerial Personnel, Promoter or director of the Company, whether occurred within India or abroad;
 - m. resolution plan/ restructuring or one time settlement in relation to loans/borrowings from banks/financial institutions;



- n. admission of winding-up petition filed by any party /creditors and admission of application by the tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the Company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
- o. initiation of forensic audit, by whatever name called, by the Company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;
- p. action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the Company or its directors, Key Managerial Personnel, Promoter or subsidiary, in relation to the Company;
- q. outcome of any litigation(s) or dispute(s) which may have an impact on the Company;
- r. giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the Company not in the normal course of business;
- s. granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals; and
- t. Other matters as may be prescribed by SEBI/considered by the Compliance Officer to be price sensitive from time to time.

Explanation 1- For the purpose of sub-clause (l):

1. 'Fraud' shall have the same meaning as referred to in Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.
2. 'Default' shall have the same meaning as referred to in Clause 6 of paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Explanation 2- For identification of events enumerated in this clause as unpublished price sensitive information, the guidelines for materiality referred at paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be specified by the Board from time to time and materiality as referred at paragraph B of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be applicable.

All terms used but not defined herein shall have the meaning ascribed to such term under the Insider Trading Regulations. In case of any discrepancy between the Insider Trading Regulations and the terms defined herein, the meaning as ascribed under the Insider Trading Regulations, shall prevail.



4. COMPLIANCE OFFICER

- a. The Compliance Officer is responsible for compliance of policies, procedures, monitoring adherence to the rules for the preservation of UPSI, monitoring of trades and the implementation of the codes specified in the Insider Trading Regulations under the overall supervision of the Board of the Company.
- b. The Compliance Officer shall maintain records of Designated Persons and any changes made to the list of Designated Persons, all the declarations submitted in the appropriate form given by the Designated Persons.
- c. The Compliance Officer shall ensure proper assistance to all the employees / directors in addressing any clarifications regarding the Insider Trading Regulations and this Code.
- d. The Compliance Officer shall specify the prohibited period (i.e. closure of the trading window in accordance with the Insider Trading Regulations) from time to time and make announcement/s thereof ensuring that prohibited period is intimated to all concerned before the commencement of the said period.
- e. The Compliance Officer shall report to the Board and in particular, shall provide reports to the chairperson of the Audit Committee, or to the chairperson of the Board at the beginning of each financial year or at such frequency as may be stipulated by the Board.
- f. The Compliance Officer shall monitor the bringing in of Insiders on sensitive transactions and shall make them aware of the duties and responsibilities attached to the receipt of UPSI, and the liability that attaches to misuse or unwarranted use of such information.

5. PRESERVATION OF “UNPUBLISHED PRICE SENSITIVE INFORMATION”

- a. All UPSI is to be handled on a “Need to Know” basis, i.e. UPSI should be disclosed only to those within the Company who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or likelihood of misuse of the information.

To prevent the misuse of confidential information the Company adopts a ‘Chinese Wall’ policy thereby separating those areas of the Company which routinely have access to confidential information, considered as ‘inside areas’ from those areas which deal with sale / marketing / investment advice or other departments providing support services, considered as ‘public areas’.

The employees in the inside areas shall not communicate any UPSI to any one in public area. Demarcation of various departments as ‘inside area’ shall be implemented by the Compliance Officer, in consultation with the Chief Executive Officer of the Company.

In exceptional circumstances i.e. in furtherance of legitimate purposes, performance of duties or discharge of legal obligations, any Designated Person may be permitted to ‘cross the wall’ and give UPSI to any person on a ‘need to know’ basis, under intimation to and with prior approval of the Compliance Officer.



- b. No insider shall communicate, provide, or allow access to any UPSI, relating to the Company or Securities, to any person including other Insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- c. No person shall procure from or cause the communication by any insider of UPSI, relating to the Company or Securities, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- d. However, UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction which:
 - i. entails an obligation to make an open offer under the Takeover Regulations where the Board of the Company is of informed opinion that sharing of such UPSI is in the best interests of the Company; or
 - ii. does not attract the obligation to make an open offer under the Takeover Regulations but where the Board of the Company is of the informed opinion that sharing of such UPSI is in the best interests of the Company and the information that constitutes UPSI is disseminated to be made generally available at least two Trading Days prior to the proposed transaction being effected in such form as the Board may determine to be adequate and fair to cover all relevant and material facts.
- e. For the above purposes, the Board shall require the parties to such transactions to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the purpose of this clause 5 and shall not otherwise trade in Securities of the Company when in possession of UPSI.
- f. Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password etc.
- g. Digital Database: A structured digital database shall be maintained containing the nature of UPSI and the names of such persons or entities with whom information is shared or who has shared such information 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. This digital database should be preserved for a period of not less than eight years after completion of the relevant transactions. The Board of Directors shall ensure compliance with this clause in consultation with the Compliance Officer.

6. PREVENTION OF MISUSE OF “UNPUBLISHED PRICE SENSITIVE INFORMATION”

All Designated Persons and their Immediate Relatives shall be subject to trading restrictions enumerated herein. As a general overriding rule, no Insider shall trade in Securities of the Company when in possession of UPSI. When a person who is in possession of UPSI, has traded in Securities,



his trades would be presumed to be motivated by the knowledge and awareness of such information in his possession except in the circumstances and exceptions specified under the Insider Trading Regulations.

- a. Trading Plan: An Insider shall be entitled to formulate a trading plan and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan. This gives an option to persons who may be perpetually in possession of UPSI and enabling them to trade in Securities in a compliant manner.
- b. Trading Plan shall:
 - i. not entail commencement of trading on behalf of the Insider earlier than one hundred and twenty calendar days from the public disclosure of the plan;
 - ii. not entail overlap of any period for which another trading plan is already in existence;
 - iii. not entail trading in securities for market abuse; and
 - iv. set out following parameters for each trade to be executed:
 1. either the value of trade to be effected or the number of Securities to be traded;
 2. nature of the trade;
 3. either specific date or time period not exceeding five consecutive Trading Days;
 4. price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
 - a. for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and up to twenty per cent higher than such closing price;
 - b. for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and up to twenty per cent lower than such closing price.
- c. The Compliance officer shall review the trading plan to assess whether the plan would have any potential for violation of the Insider Trading Regulations. The Compliance Officer shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan.
- d. The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law. However, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any UPSI and the said information has not become generally available at the time of the commencement of implementation. The Compliance Officer shall confirm that the



commencement of the Plan shall be deferred until such UPSI becomes generally available information. Further, the Insider shall also not be allowed to trade in Securities of the Company, if the date of trading in Securities of the Company, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.

- e. Upon approval of the Trading Plan, the Compliance Officer shall notify the plan to the stock exchanges on which the securities are listed.
- f. The provisions regarding pre-clearance of trades, trading window norms and restrictions on Contra Trade shall not be applicable for a trade executed as per an approved Trading Plan.

7. TRADING WINDOW AND PRE-CLEARANCE OF TRADES

a. Trading Window

- i. Other than the period(s) for which the 'Trading Window' is closed as prescribed hereunder, the same shall remain open for trading in the Securities of the Company by the Designated Persons and their Immediate Relatives. In addition to such periods prescribed by the Compliance Officer, the Trading Window shall be closed from the end of every quarter till 48 hours after the declaration of financial results. The gap between clearance of accounts by the Audit Committee and the Board meeting should be as narrow as possible and preferably on the same date to avoid leakage of material information.
- ii. In addition to the above, Trading window may be closed by the Company during such times in addition to the above period as it may deem fit from time to time including when the Compliance Officer determines that a Designated Persons or a class of Designated Persons can be reasonably expected to possess UPSI till 48 hours after the UPSI is made public and becomes generally available. For UPSI not emanating from within the Company, trading window may not be closed.
- iii. No Designated Person and their Immediate Relatives shall trade in the Securities of the Company when the Trading Window is closed.
- iv. It shall be the responsibility of the Designated Persons to advise their Immediate Relatives of Trading Window period closures.
- v. The trading window restrictions shall not apply in respect of transactions (a) specified in clauses (i) to (iv) and (vi) of the proviso to sub-regulation (1) of regulation 4 of the Insider Trading Regulations and in respect of a pledge of shares for a *bona fide* purpose such as raising of funds, subject to pre-clearance by the Compliance Officer and compliance with the respective regulations made by SEBI; (b) which are undertaken in accordance with respective regulations made by SEBI such as acquisition by conversion of warrants or debentures, subscribing to rights issue, further public issue, preferential allotment or tendering of shares in a buy-back offer, open offer, delisting offer or transactions which are undertaken through such other mechanism as may be specified by SEBI from time to time.



b. Pre- clearance of Trades

- i. All Designated Persons who intend to Trade in the Securities of the Company (either in their own name or in any Immediate Relative's name) i.e. buy or sell or deal in Securities and if value of the Securities likely to be traded, whether in one transaction or a series of transactions in calendar quarter, aggregates to a traded value in excess of ₹ 10,00,000 (Rupees Ten Lakh Only), shall make an application for pre-clearance in the format set out in Form D to the Compliance Officer indicating the estimated number of units of Securities that the Designated Person or Immediate Relative(s) intends to trade, the details as to the depository with which he / she / it has a security account, the details as to the securities in such depository mode and such other details as specified in the form.
- ii. Further, in such Form D, the applicant will be required to declare inter alia that the applicant is not in possession of Unpublished Price Sensitive Information. While considering the pre-clearance application, the Compliance Officer shall have due regard to whether any declarations provided under Form D are reasonably capable of being rendered inaccurate.
- iii. The restrictions contained in this clause shall also apply to Immediate Relatives in respect of the concerned Designated Person.

8. OTHER RESTRICTIONS

Following additional restrictions shall apply wherein pre-clearance for the trade has been sought by Designated Persons:

- a. All the pre-approved trades shall in respect of the Securities of the Company shall be executed within seven Trading Days after the approval of pre-clearance is given, failing which, fresh pre-clearance for trades to be executed shall be obtained.
- b. The concerned persons shall disclose to the Compliance Officer in the prescribed Form (**Form E**) the number of Securities acquired or disposed of for which pre-clearance is obtained within two Trading Days of such transaction.
- c. The concerned persons shall disclose to the Compliance Officer in the prescribed Form (**Form E**) the number of securities not traded, in respect of transactions for which pre-clearance is obtained within seven Trading Days after the approval of pre-clearance is given.
- d. The disclosures to be made by any person under this Code shall include those relating to trading by such person's Immediate Relatives, and by any other person for whom such person takes trading decisions.
- e. The disclosures of trading in Securities shall also include trading in derivatives of Securities and the traded value of the derivatives shall be taken into account.
- f. Any Designated person who is permitted to trade shall not execute a Contra Trade. In case any Contra Trade is executed, inadvertently or otherwise, in violation of the restriction, the profits from such trade shall be liable to be gorged for remittance to the SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act. This shall not



be applicable for trades done in pursuance of a valid and approved trading plan and trades done pursuant to exercise of employee stock options.

- g. In case any Contra Trade is necessitated by personal emergency, the holding period of six months as specified above may be waived by the Compliance Officer after recording in writing his/her reasons in this regard, subject to the Insider Trading Regulations. An application for waiver of holding period shall be made to the Compliance Officer in the prescribed Form **(Form F)**.

9. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

- a. Initial Disclosures
 - i. Every person on appointment as a Key Managerial Personnel or a Director of the Company shall disclose his holding of Securities of the Company as on the date of appointment, to the Company within seven calendar days of such appointment in the prescribed Form **(Form A)**.
- b. Continual Disclosures
 - i. Every Designated Person shall disclose to the Company in the prescribed form **(Form B)**, the number of such Securities acquired or disposed of within two trading days of such transaction if the value of the Securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees.
 - ii. The Company shall notify the particulars of such trading to the Stock Exchange on which the Securities are listed within two trading days of receipt of the disclosure or from becoming aware of such information. Explanation. — It is clarified for the avoidance of doubts that the disclosure of the incremental transactions after any disclosure, shall be made when the transactions effected after the prior disclosure cross the threshold specified in sub-clause (i) above.
 - iii. Designated Persons shall be required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the Company on an annual basis and as and when the information changes:
 - a. Immediate Relatives
 - b. persons with whom such Designated Person(s) shares a ‘material financial relationship
 - c. Phone, mobile and cell numbers which are used by them

In addition, the names of educational institutions from which Designated Persons have graduated and names of their past employers shall also be disclosed on a one-time basis.

Explanation—The term “material financial relationship” shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift from a Designated Person during the immediately preceding twelve months, equivalent to at least



25% of the annual income of such Designated Person but shall exclude relationships in which the payment is based on arm's length transactions.

- iv. The Company shall provide the information including PAN number of Promoter(s) including member(s) of the promoter group, designated person(s), director(s), and employees up to two levels below the Managing Director (hereinafter collectively referred to as “**Entities**”) as soon as it is listed on the stock exchanges, and thereafter on the same day of any change in details of the Entities, to a designated depository in the Format and manner prescribed by the Depositories. For PAN exempt entities, the Investor's Demat account number(s) shall be specified by the Company.
- v. The Company may, at its discretion, require any Connected Person(s) to make disclosure of its holdings and trading in securities of the Company in the prescribed form (**Form C**) and at such frequency as may be determined by the Compliance Officer.
- vi. Each Designated Person shall submit to the Compliance Officer (a) information in accordance with **Form G** enclosed hereto within seven days of such person's appointment, and submit any change in the information so submitted within seven days of such change; and (b) an annual declaration in **Form H** enclosed hereto within thirty days of the end of each financial year.
- vii. The Compliance Officer shall maintain records of all such disclosures for a minimum period of five years.

10. PENALTY FOR CONTRAVENTION OF THE CODE OF CONDUCT

- a. Every Designated Person and his/her Immediate Relatives shall be individually responsible for complying with the provisions of the Code. Any Designated Person or his/her Immediate Relatives who trade in Securities or communicates any information for trading in Securities, in contravention of this Code may be penalized and appropriate action may be taken by the Company.
- b. The Compliance Officer shall report all the breaches of this Code to the Board. In the event of a breach of the Insider Trading Regulations, the Company shall promptly inform the Stock Exchanges where Securities of the Company are traded, in such form and manner as may be specified by SEBI from time to time.
- c. Designated Persons who violate the Code may also be subject to disciplinary action by the Company, which may include wage freeze, suspension, recovery, claw back, ineligibility for future participation in employee stock option plans, etc. Any amount collected under this shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act.



Amir Chand Jagdish Kumar (Exports) Limited

**Code of Practices and Procedures for Fair Disclosure of
Unpublished Price Sensitive Information
Effective Date: April 08, 2026**





**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION
(Regulation 8(1) and of SEBI (Prohibition of Insider Trading Regulations), 2015)**

A. INTRODUCTION

The Securities and Exchange Board of India had promulgated the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as “**SEBI PIT Regulations**”) on January 15, 2015. As per Regulation 8 read with Schedule A of the PIT regulations, every listed company is required to frame a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (hereinafter referred to as the “**Code**”) in order to make ‘Unpublished Price Sensitive Information’ (hereinafter referred to as “**UPSI**”) generally available.

The objective of this Code is to lay down the principles and practices to be followed by Amir Chand Jagdish Kumar (Exports) Limited (the “**Company**”) pertaining to disclosure of UPSI.

The following Code was adopted by the Board of Directors of the Company, at its meeting held on April 08, 2026 and the code is effective from April 08, 2026.

B. APPLICABILITY

This Code shall apply in relation to disclosure of UPSI as given under **Annexure I** by the Company. The scope, exception as given in SEBI PIT Regulations shall be applicable for the purpose of this Code as well.

C. DEFINITIONS

“**Chief Investor Relations Officer**” means such senior officer of the Company appointed by the Board of Directors to deal with dissemination of information and disclosure of UPSI in a fair and unbiased manner.

“**Insider**” means any person who is

- a. a Connected Person; or
- b. in possession of or having access to unpublished price sensitive information;

D. SHARING OF UPSI FOR LEGITIMATE PURPOSE (refer the Policy for determining Legitimate purpose as given in **Annexure I**)

E. UNPUBLISHED PRICE SENSITIVE INFORMATION

- a. The Company shall promptly disclose UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- b. The UPSI shall be uniform and universally disseminated and due care will be taken to avoid selective disclosure.
- c. In case if the UPSI that gets disclosed selectively, inadvertently or otherwise, prompt steps shall be taken to make such information generally available. Further, if any employee becomes aware that there has been any inadvertent disclosure of UPSI, he or she should immediately contact the Company Secretary/Compliance Officer of the Company, who shall immediately take appropriate steps.



F. FUNCTIONS OF CHIEF INVESTORS RELATIONS OFFICER

The Company has appointed the Chief Investor Relations Officer (“**CIRO**”), who shall be responsible for, and deal with, the dissemination of information and disclosure of Unpublished Price Sensitive Information.

The Chief Investor Relations Officer shall be responsible for dissemination of information to the stock exchange(s) and on the website of the Company when it becomes concrete and credible in such format as may be prescribed by SEBI under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”) or SEBI PIT Regulations or any other regulations from time to time.

In the temporary absence of the CIRO for any reason whatsoever, the managing director of the Company shall nominate any other official of the Company to be responsible for dissemination of information and disclosure of UPSI.

During the calls with analysts or institutional investors, if any information which is in the nature of UPSI gets leaked, then to make disclosure of such UPSI to the stock exchange(s) where the securities of the Company are listed promptly.

G. DISCLOSURE POLICY

The Company shall ensure:

- a. Prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- b. Uniform and universal dissemination of UPSI to avoid selective disclosure.
- c. If an insider ‘selectively’ discloses any UPSI to any person including the selected group of persons then prompt disclosure of such information shall have to be made by the Chief Investor Relations Officers to the public. Such disclosure must be made not later than 48 hours after the Chief Investor Relations Officer learns that communication of such UPSI has taken place.
- d. That information shared with analysts and research personnel is not UPSI.
- e. To develop best practices to make transcripts or records of proceedings of meetings with analysts and other investors relations conference on the official website to ensure official confirmation and documentation of disclosures made.

H. THIRD PARTY DEALINGS

The Company shall ensure that any information shared with analysts and research personnel is not UPSI and is generally available.

In order to avoid misrepresentation or misquoting, endeavour shall be made that at least two representatives of the Company are present in the meetings or conference calls with analysts, brokers or institutional investors.

The presentation and audio/video recordings shall be promptly made available on the website and also be disseminated to the stock exchange(s) and in any case, before the next trading day or within twenty four hours from the conclusion of such calls, whichever is earlier.

The transcript of such calls shall be made available on the website and also be disseminated to the stock exchange(s) within five working days of the conclusion of such calls.



The Company shall ensure due care while dealing with analysts' questions that raises issues outside the intended scope of discussion. Unanticipated questions should be taken on notice and a considered response shall be given later. If the answer includes price sensitive information, information should be disclosed only after consulting the Chief Investor Relation Officer and taking necessary action, if any, in compliance with SEBI PIT Regulations.

I. RESPONSE TO MARKET RUMOURS AND QUERIES

The Chief Investor Relations Office shall provide appropriate and fair response to queries in relation to UPSI including any news reports. Provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be followed on market rumours. In case a query/request has been received from any stock exchange, a copy of such reply shall be sent to other stock exchange(s) also where securities of the Company are listed, if any The CIRO shall be also responsible for deciding, in consultation with the Chairman and Managing Director, if deemed necessary, as to the necessity of a public announcement for verifying or denying rumours and thereafter making appropriate disclosures.

J. NEED TO KNOW HANDLING OF UPSI

The Company shall handle UPSI only on a need-to-know basis, UPSI shall be provided only when needed for legitimate purposes, performance of duties or discharge of legal obligations.

K. DISSEMINATION

- a. The CIRO with approval of the Chairman and Managing Director shall disseminate all UPSI on a continuous and in a timely manner to stock exchanges where Securities of the Company are listed and thereafter to the press.
- b. As a good corporate practice, the UPSI disclosed to the stock exchanges and to the Press may also be supplemented by prompt updates on the Company's web-site by the CIRO. The Company may also consider other modes of public disclosure of UPSI so as to improve investor access to the same.
- c. The CIRO shall mark a copy of the press release to the corporate coordination division simultaneously for supplementing the same on Company's website:

L. AMENDMENT

Any amendment to this Code shall be approved by the Board of Directors of the Company.

Version approved by: The Board of Directors

Effective Date: April 08, 2026

Last modified date: April 1 , 2025



ANNEXURE 1

POLICY FOR DETERMINING LEGITIMATE PURPOSE (Regulation 3(2A) of SEBI (Prohibition of Insider Trading Regulations), 2015)

A. INTRODUCTION

This “Policy for determining Legitimate purpose” is framed under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 (“**PIT Regulations**”) and approved by the Board of Directors of Amir Chand Jagdish Kumar (Exports) Limited (the “**Company**”) effective from April 01, 2025.

B. LEGITIMATE PURPOSE

“**Legitimate Purpose**” shall include sharing Unpublished Price Sensitive Information (“**UPSI**”) in the ordinary course of business on a need to know basis, with Company’s collaborators, lenders including prospective lenders, customers, suppliers, merchant bankers, legal advisors, auditors, credit rating agencies, insolvency professionals, practicing company secretaries, registered valuers or other advisors, service providers or consultants, provided that such sharing has not been carried out in view to evade or circumvent the prohibitions of the PIT Regulations.

Whether sharing of UPSI for a particular instance tantamount to ‘*legitimate purpose*’ would entirely depend on the specific facts and circumstance of each case. Primarily, the following factors should be considered while sharing the UPSI:

- a. whether sharing of such UPSI is in the ordinary course of business of the company;
- b. whether sharing of such UPSI is in the interests of the Company or in furtherance of a genuine commercial purpose, and
- c. whether the nature of UPSI being shares is commensurate with the purpose for which access is sought to be provided to the recipient.
- d. whether the information is required to be shared for enabling the Company to discharge its legal and/or contractual obligations;
- e. whether information is sought to be shared to evade or circumvent the prohibitions of the Insider Trading Regulations;

Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered as an insider for the purpose of the PIT Regulations and due notice shall be given to such person which would inter-alia include the following:

- a. The Information shared is in the nature of UPSI, confidentiality of such UPSI must be maintained, and such UPSI must not be disclosed by the recipient in any manner except in compliance with the PIT Regulations.
- b. The recipient must not trade in securities of the Company while in possession of UPSI.

Additionally, Structured Digital Database (SDD) of recipient of UPSI shall be maintained by the Company in compliance with the requirements of the PIT Regulations.



Restrictions on Communication and Trading by Insiders

Any other person with whom UPSI is shared pursuant to a “legitimate purpose” shall be considered as an “insider” for purpose of the Insider Trading Regulations and due notice shall be given to such persons to maintain confidentiality of such UPSI in compliance with the Insider Trading Regulations.

The Company shall inform the recipient of UPSI, by way of written intimation and/or contractual agreement, such as confidentiality agreement, that

- (i) the information being shared is UPSI and that the Company is the exclusive owner of such UPSI;
- (ii) upon receipt of UPSI, the recipient would be deemed to be an Insider and subject to the provisions of the Insider Trading Regulations,
- (iii) the recipient must maintain confidentiality of the UPSI at all times,
- (iv) the recipient may use the UPSI only for the approved purposes for which it was disclosed;
- (v) the recipient should provide a written undertaking that he/she/it shall not undertake trades in the securities of the Company while in possession of the UPSI, subject to applicable law; and
- (vi) the recipient must extend all co-operation to the Company, as may be required in this regard.



Amir Chand Jagdish Kumar (Exports) Limited

**Policies and Procedures for Inquiry in Case of Leak or Suspected
Leak of UPSI**
Effective Date: April 08, 2026





**POLICIES AND PROCEDURES FOR INQUIRY IN CASE OF LEAK
OR SUSPECTED LEAK OF UPSI
(Regulation 9A(5) of SEBI (Prohibition of Insider Trading Regulations), 2015)**

1. INTRODUCTION

This Policy and Procedure for Inquiry in case of Leak or Suspected Leak of Unpublished Price Sensitive Information (UPSI) has been formulated by Amir Chand Jagdish Kumar (Exports) Limited (“**Company**”) in pursuance of Regulation 9A(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended (“**Regulations**”) shall be effective from April 08, 2026.

2. PURPOSE

This Policy aims to provide a framework for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information (“**UPSI**”). However, any instance of leak or suspected leak of (“**UPSI**”) reported under the Whistle Blower Policy of the Company shall be dealt with as per and under the Whistle Blower Policy of the Company.

3. DEFINITION

In this Policy, the following words and expressions, unless inconsistent with the context, shall bear the meanings assigned hereto:

“*Audit Committee*” shall mean Committee of the Board of the Company constituted pursuant to Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

“*Competent Authority*” means:

- (i) the managing director, in case of leak or suspected leak of UPSI involving any person other than the director(s) of the Company;
- (ii) the Chairperson of the Audit Committee of the Company, in case of leak or suspected leak of UPSI involving any Director of the Company other than the Chairperson of the Audit Committee of the Company;
- (iii) Chairperson of the Board of directors of the Company, in case of leak or suspected leak of UPSI involving Chairperson of the Audit Committee of the Company;

“**Leak of UPSI**” shall refer to such act / circumstance(s)/ communication of information by virtue of which any UPSI is made available or becomes available, by any means or mode to any person, association, body, firm, agency, society, entity or to a group thereof, whether registered or otherwise, before its official publication or announcement or formal circulation in the public domain and which shall also include any purported attempt thereof.

“**Unpublished Price Sensitive Information**” or “**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 and shall, ordinarily including but not restricted to, information relating to the following:



- a. Financial results of the Company;
- b. Dividends (both interim and final);
- c. Change in capital structure;
- d. Issue of Securities, buy-back of Securities or any forfeiture of shares or change in market lot of the Company's Securities;
- e. Acquisition, Merger, De-merger, Amalgamation, Restructuring, Scheme of arrangement or takeovers;
- f. Disposal, spin off or selling division of whole or substantially whole of the undertaking;
- g. Any major expansion plans or execution of new projects or any significant changes in policies, plans or operations of the Company or award or termination of order/contracts not in the normal course of business;
- h. Changes in Key Managerial Personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
- i. change in rating(s), other than ESG rating(s);
- j. fund raising proposed to be undertaken;
- k. agreements, by whatever name called, which may impact the management or control of the Company;
- l. fraud or defaults by the Company, its Promoter, director, Key Managerial Personnel, or subsidiary or arrest of Key Managerial Personnel, Promoter or director of the Company, whether occurred within India or abroad;
- m. resolution plan/ restructuring or one time settlement in relation to loans/borrowings from banks/financial institutions;
- n. admission of winding-up petition filed by any party /creditors and admission of application by the tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the Company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
- o. initiation of forensic audit, by whatever name called, by the Company or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;
- p. action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the Company or its directors, Key Managerial Personnel, Promoter or subsidiary, in relation to the Company;
- q. outcome of any litigation(s) or dispute(s) which may have an impact on the Company;
- r. giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the Company not in the normal course of business;
- s. granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals; and
- t. Other matters as may be prescribed by SEBI/considered by the Compliance Officer to be price sensitive from time to time.

Explanation 1- For the purpose of sub-clause (l):



1. 'Fraud' shall have the same meaning as referred to in Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.
2. 'Default' shall have the same meaning as referred to in Clause 6 of paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Explanation 2- For identification of events enumerated in this clause as unpublished price sensitive information, the guidelines for materiality referred at paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be specified by the Board from time to time and materiality as referred at paragraph B of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be applicable.

All terms used but not defined herein shall have the meaning ascribed to such term under the Insider Trading Regulations. In case of any discrepancy between the Insider Trading Regulations and the terms defined herein, the meaning as ascribed under the Insider Trading Regulations, shall prevail.

4. DISCLOSURE OF ACTUAL OR SUSPECTED LEAK OF UPSI TO STOCK EXCHANGES

On becoming aware of actual or suspected leak of UPSI in respect of the Company, the Chief Investor Relation Officer ("CIRO") shall ensure that the same is promptly intimated to the Stock Exchanges on which the securities of the Company are listed in the format as set out in "Annexure A" to the Policy

5. REPORT OF ACTUAL OR SUSPECTED LEAK OF UPSI TO SEBI

On becoming aware of actual or suspected leak of UPSI of the Company, and promptly pursuant to the intimation to the Stock Exchanges as per Clause 4 hereto, the CIRO shall ensure that a report on such actual or suspect leak of UPSI, preliminary enquiry thereon and results thereof shall be promptly informed to SEBI in the format as set out in "Annexure B" to the Policy

6. INQUIRY PROCEDURE

- a. The information/complaint(s) regarding leak or suspected leak of UPSI will be reviewed by the Competent Authority. If an initial review by the Competent Authority indicates that the said information/complaint has no basis or it is not a matter to be investigated under this Policy, it may be dismissed at initial stage and the decision shall be documented. All such cases shall be reported to the Audit Committee in its next meeting.
- b. The managing director of the Company or the Chairperson of the Audit Committee or Chairperson of the Board of Directors may *suo-moto* initiate an inquiry under this Policy.
- c. Where initial inquiry indicates that further investigation is necessary, the Competent Authority shall make further investigation in such matter and may, where necessary, provide an update to the board of directors in this regard. The Competent Authority may appoint one or more person(s)/entity(ies) (including external consultant(s)) to investigate or assist in the investigation of any instance of leak or suspected leak of UPSI and such person(s)/entity(ies) shall submit



his/her/their report to the Competent Authority. During the course of investigation, the Competent Authority or the person(s)/entity(ies) appointed by the Competent Authority, as the case may be, may collect documents, evidence and record statements of the person(s) concerned.

- d. The investigation shall be a neutral fact-finding process. The Competent Authority shall endeavour to complete the investigation within 45 days of the receipt of the information/complaint of leak or suspected leak of UPSI or such instance coming to the knowledge of Competent Authority, as the case may be. Where Competent Authority requires additional time to complete the inquiry, it may, where necessary, provide an interim update to the board of Directors.

7. DOCUMENTATION AND REPORTING

The Competent Authority will make a detailed written record of investigation of each instance of leak or suspected leak of UPSI. The record will include:

- a. Facts of the matter
- b. Findings of the investigation
- c. Disciplinary/other action(s) to be taken against any person
- d. Any corrective actions required to be taken.

The details of inquiries made in these cases and results of such inquiries shall be informed to the Audit Committee and Board of Directors of the Company.

Further, the Company shall inform Securities and Exchange Board of India, promptly of such leaks and results of such inquiries.

8. COMPLAINT MECHANISM

A person can report a leak or a suspected leak of UPSI to the following:

- a. Chairman of the Audit Committee;
- b. Company Secretary of the Company at the Registered Office of the Company.
- c. Chief Financial Officer of the Company;
- d. A person can also report:
 - i. By e-mail at info@aeroplanerice.com
 - ii. By letter, marked “Private and Confidential” and to the Company Secretary or to the Chief Financial Officer

9. AMENDMENT

The Policy may be reviewed and amended periodically as and when required by the Board to ensure that it meets the objectives of the Insider Trading Regulations and the needs of the Company and remains effective.

Version approved by: The Board of Directors

Effective Date: April 08, 2026

Last modified date: ---April 08,2026



ANNEXURE A

Format for Intimation of Actual or Suspected leak of UPSI to the Stock Exchanges pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

To BSE Limited, P. J. Towers, Dalal Street, Fort Mumbai – 400 001. Ref.: BSE Scrip Code No. “_____”	To, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Ref: NSE Scrip Code No. “_____”
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Dear Sir/Madam,

Sub: Intimation of actual or suspected leak of UPSI pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows;

Name of Offender, if known.	
Name of Organization.	
Designation (Employee, Insider, Designated Person or any other)	
Nature of Information	
Whether any action initiated by the Company.	Yes/No
If yes, narration of the same	
Any other information.	

Request you to take the aforementioned on your records.

Thanking you,

Yours faithfully

For Amir Chand Jagdish Kumar (Exports) Limited

Chief Investor Relations Officer



ANNEXURE B

Format for Reporting Actual or Suspected leak of UPSI to the SEBI pursuant to Regulation 9A(5) of SEBI (Prohibition of Insider Trading) Regulation, 2015.

To, Securities and Exchange Board of India Plot No. C 4-A, G Block, Near Bank of India, Bandra Kurla Complex, Bandra East, Mumbai – 400 051, Maharashtra	
Ref.: BSE Scrip Code No. “_____”	Ref: NSE Scrip Code No. “_____”

Dear Sir/Madam,

Sub: Report of actual or suspected leak of UPSI pursuant to regulation 9A(5) of SEBI (Prohibition of Insider Trading) Regulation, 2015.

Pursuant to Regulation 9A (5) of SEBI (Prohibition of Insider Trading) Regulation, 2015, we are reporting actual or suspected leak of Unpublished Price Sensitive Information (UPSI) of the Company, as follows;

Name of Offender, if known.	
Name of Organization.	
Designation (Employee, Insider, Designated Person or any other)	
Nature of Information	
Whether any action initiated by the Company.	Yes/No
If yes, narration of the same	
Any other information.	

Request you to take the aforementioned on your records.

Thanking you,

Yours faithfully

For Amir Chand Jagdish Kumar (Exports) Limited

Chief Investor Relations Officer