



KANCO ENTERPRISES LIMITED

Registered Office : "Jasmine Tower", 3rd Floor
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217
E-mail : contact.kanco@gmail.com, Website : www.kanco.in
Corporate Identity Number (CIN)-L51909WB1991PLC053283

CODE OF PRACTICES AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION OF KANCO ENTERPRISES LIMITED

1.1 Introduction

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interest of investors in general, had formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Regulations") under the powers conferred on it under the SEBI Act, 1992. These regulations came into force with effect from 15th May, 2015 and the same have been made applicable to all companies whose shares were listed on the Indian Stock Exchanges. The Company is required to formulate Code of Practices and Procedures for Fair Disclosures.

1.2 Objective of the Code of Fair Disclosure

The Code of Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the company's securities and to maintain the uniformity, transparency and fairness in dealing with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. Further, the Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

1.3 Title

This code shall be known as the "Code of Practices and Procedures for Fair Disclosure of Price Sensitive Information of Kanco Enterprises Limited" (the "Code") and has been made pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

1.4 Applicability

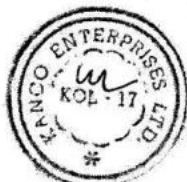
This Code shall be applicable to Kanco Enterprises Limited.

1.5 Definitions as used in this code

- (a) "Chief IRO" shall mean the person nominated to function as the Chief Investor Relations Officer under these Regulations;
- (b) "Company" shall mean Kanco Enterprises Limited, and where the context requires shall include its subsidiaries;
- (c) "Unpublished Price Sensitive Information" shall have the meaning assigned thereto in the Regulations

2. Publication of the Code

This Code, upon its adoption by the Board of Directors of the Company, shall be uploaded on the Company's website and any updates hereto shall be promptly reflected on the Company's website.





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3. Norms for handling and dissemination of Price Sensitive Information

- 3.1 Kanco Enterprises Limited will promptly make public disclosure of unpublished price sensitive information as soon as credible and concrete information is available or the decisions are validated by the Board to CSE Limited and simultaneously upload such information on Company's official website www.kanco.in in order to make such information generally available to investors and members of the Company.
- 3.2 Kanco Enterprises Limited shall disclose information on its official website and in the portal of CSE Limited to avoid selective disclosure.
- 3.3 Mr. Umang Kanoria, Managing Director (DIN:00081108) is designated as Chief Investor Relations Officer to take all required action for dissemination of information and disclosure of unpublished price sensitive information indiscriminately. In the absence of the Managing Director for any reason, the Compliance Officer/Company Secretary or any other Officer of the Company duly authorized by the Managing Director or the CEO of the Company shall officiate as the CIRO to discharge the responsibilities under the said Code.
- 3.4 Prompt action shall be taken by the Chief Investor Relation Officer to ensure that the inadvertent selective disclosure of un-published price sensitive information is generally available.
- 3.5 Chief Investor Relation Officer shall provide appropriate assistance and fair response to the queries of analysts & regulatory authorities for verification of news report or market rumors.
- 3.6 Chief Investor Relations Officer shall further ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
- 3.7 Any discussion on un-published price sensitive information at the meeting of analyst or investors relations will be made generally available through the official website of the Company to ensure official confirmation and documentation of disclosure is made.
- 3.8 Unpublished Price Sensitive Information shall be handled on a "need to know" Basis, i.e., Unpublished Price Sensitive Information shall be disclosed to those within the Kanco Enterprises Limited who need the information to discharge their duty.
- 3.9 No person shall procure from or cause the communication by any insider of UPSI, relating to a Company or Securities listed or proposed to be listed except in furtherance of Legitimate Purposes, performance of duties or discharge of legal obligations.





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- 3.10. Any person in receipt of UPSI pursuant to a Legitimate Purpose shall also be considered an "Insider" for purposes of this Code and irrespective of non-receipt of any notice, will maintain confidentiality of such UPSI.
- 3.11. Notwithstanding anything contained in this Code, an UPSI may be communicated, provided, allowed access to or procured, in connection with a transaction that would:-
- entail an obligation to make an open offer under SEBI (Substantial Acquisition and Takeover) Regulations, 2011 where the Board of Directors of the listed Company is of informed opinion that sharing of such information is in the best interests of the Company; or
 - not attract the obligation to make an open offer under SEBI (Substantial Acquisition and Takeover) Regulations, 2011 but where the Board of Directors of the Company is of informed opinion that sharing of such information is in the best interests of the listed Company and the information that constitute unpublished price sensitive information 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 of Directors may determine to be adequate and fair to cover all relevant and material facts.

However, the Board of Directors shall require the parties 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 limited purpose and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

- 3.12 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 information is shared under this regulation 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.
- 3.13 The Board of Directors may stipulate further guidelines, procedures and rules, from time to time, to ensure fair disclosure of unpublished price sensitive information.
- 3.14 The "Policy for Determination of Legitimate Purposes" is annexed and forms a part of this Code.





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Annexure

Policy for determination of "Legitimate Purposes".

This Policy for "Determination of Legitimate Purposes" forms part of the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information".

1. 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.
2. The Unpublished Price Sensitive Information (UPSI) may originate from any department within the Company and hence the onus shall be on the concerned Head of Department (HOD) who is the originator of such UPSI to justify the need to share it on behalf of the Company with other person on the basis of their functional / legal requirement. He shall promptly notify CIRO about such sharing of the UPSI.
3. Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of this Code/Regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with this Code/Regulations.
4. The names of such persons (both who is sharing the UPSI and with whom UPSI is shared) shall be properly recorded in the digital structural database maintained by the Company as required under the Regulations.
5. The parties sharing UPSI for any legitimate purposes shall maintain strict confidentiality and observe non-disclosure obligations. They shall also not trade in securities of the company when in possession of UPSI.

For KANCO ENTERPRISES LIMITED

C. Hanumanth
Managing Director.
