



MALANKARA PLANTATIONS LIMITED

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Malankara Plantations Limited

Code of Conduct for Prevention of Insider Trading & Fair Disclosure Policy

(Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 – Schedule B & C)

1. Objective

To regulate, monitor and report trading by insiders in the securities of Malankara Plantations Limited (“Company”) and to ensure timely, fair, and transparent disclosure of price-sensitive information, thereby preventing insider trading and promoting investor confidence.

2. Applicability

This Code applies to:

- Directors, officers, employees of the Company,
- Designated persons who are likely to have access to unpublished price-sensitive information (UPSI),
- Immediate relatives of the above persons, and
- Any other person who may be in possession of UPSI.

3. Definitions

- **Unpublished Price Sensitive Information (UPSI):** Information not generally available which relates directly or indirectly to the Company and which is likely to materially affect the price of the Company’s securities.
- **Designated Persons:** Employees and Directors identified as having access to UPSI.
- **Compliance Officer:** Company Secretary or a senior officer appointed by the Board to administer this Code.

4. Code of Conduct for Prevention of Insider Trading

4.1 Prohibition on Insider Trading

- No insider shall trade in the securities of the Company when in possession of UPSI.
- Trading by insiders shall only be done during "Trading Window" periods when the trading window is open.

4.2 Trading Window

- Trading Window will be closed during the following periods:
 - 7 days prior to and 48 hours after the announcement of quarterly/annual financial results,
 - During any other UPSI event as decided by the Compliance Officer.
- Trading is strictly prohibited during the trading window closure.

4.3 Pre-clearance of Trades

- Designated Persons must obtain pre-clearance from the Compliance Officer before executing any trade exceeding a specified threshold.
- Pre-clearance will not be granted during trading window closure.

4.4 Disclosures

- Initial disclosure of securities held by designated persons upon appointment.
- Continual disclosure of transactions exceeding threshold limits within 2 working days.
- Annual disclosure of securities held by designated persons.

4.5 Penalties for Violation

- Violations may result in disciplinary action including termination and penalties under SEBI regulations.

5. Fair Disclosure Policy

5.1 Objective

To ensure prompt, fair, and equal access to UPSI to all stakeholders.

5.2 Principles

- UPSI shall be promptly disclosed to stock exchanges.
- No selective disclosure of UPSI to analysts, institutional investors, or media.
- Handling queries regarding UPSI is the responsibility of the Compliance Officer or authorized spokesperson.



- Any inadvertent leakage of UPSI will be immediately reported to the stock exchange and SEBI.

5.3 Authorized Spokespersons

- Managing Director and Compliance Officer are authorized to disclose UPSI.
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6. Compliance Officer

- The Compliance Officer shall ensure adherence to this Code, monitor trading, maintain records, and report violations to the Board.
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7. Review and Amendment

- This Code will be reviewed annually or as required due to regulatory changes by the Board.
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This Policy shall be disclosed on the Company's website:

 www.malankaraplantations.com

For Malankara Plantations Ltd.


Managing Director