



Ingenuity In Motion

Allcargo Terminals Limited
(Formerly known as Allcargo Terminals Private Limited)

CIN: U60300MH2019PLC320697

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Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Board of Directors of Allcargo Terminals Limited has adopted Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information ("**Code of UPSI**") pursuant to sub-regulation (1) of Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015) on March 31, 2023

Words and expressions used and not defined in this Code but defined in the Code of Conduct to Regulate, Monitor and Report Trading in Securities of the Company, the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (the "**Regulations**"), the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Securities and Exchange Board of India ("**SEBI**") (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**") or the Companies Act, 2013 (the "**Act**") and Rules and Regulations made thereunder shall have the meanings respectively assigned to them thereunder.

Prompt Disclosure

1. The Company shall promptly disclose Unpublished Price Sensitive Information ("**UPSI**") to the public and ensure that such UPSI is generally available to the public without any discrimination, no sooner than credible and concrete information comes into being.

Uniform and Universal dissemination to avoid selective disclosure

2. The Company shall disseminate all UPSI as per the requirement of law in a timely manner to the Stock Exchanges where its Securities are listed and on the functional website of the Company. The Company may also consider other modes of public disclosure of UPSI to improve investor access to the same.

Need to know basis and Legitimate Purpose

3. The Directors/Employees who are privy to UPSI, shall handle the same strictly on a "Need to Know" basis i.e. UPSI shall be disclosed only to those persons within the Company who need to know the same in furtherance of the Legitimate purposes, performance of duties or discharge of his/her legal obligations.

"Legitimate purpose" shall mean and include:

- a) Sharing or disclosing 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;

- b) Sharing or disclosing of UPSI in relation to due diligence, evaluation of strategic business opportunities, fund raising, possible business and joint venture arrangement, corporate restructuring and stake sell by promoters;
- c) Sharing or disclosing of UPSI where such communication is in furtherance of performance of duty(ies);
- d) Sharing or disclosing of UPSI for discharge of legal obligation(s);
- e) Sharing or disclosing of UPSI for any other genuine or reasonable purpose as may be determined by the Chief Investor Relations Officer of the Company;
- f) Sharing or disclosing of UPSI for any other purpose as may be prescribed under the SEBI Regulations or the Act or any other law for the time being in force, in this behalf, as may be amended from time to time.

Provided that such sharing should not be carried out to evade or circumvent the prohibitions of the Regulations.

4. Any person in receipt of UPSI pursuant to a "Legitimate purpose" shall be considered an "Insider" for purposes of the Regulations and due notice shall be given by the Company to such persons to maintain confidentiality of UPSI shared with them, in compliance with the Regulations.

Chief Investor Relations Officers

5. The Board of Directors of the Company have identified and designated Chief Financial Officer of the Company, as the Chief Investor Relations Officer, who shall be responsible to ensure timely and adequate disclosure of UPSI pursuant to this Code, as required under the Regulations.
6. All disclosure/dissemination of UPSI (save and except disclosure required to be made under any law or under this Code) on behalf of the Company shall be first marked to the Chief Investor Relations Officer for approval and shall be made public or published on behalf of the Company only if, the same has been approved by the Chief Investor Relations Officer. In case of doubt, the Chief Investor Relations Officer shall consult and seek approval of the Managing Director before dissemination of such UPSI.
7. Any dissemination of UPSI on behalf of the Company without prior approval as referred to above, inadvertently or otherwise, by any Employee or Director of the Company, shall forthwith be informed to the Chief Investor Relations Officer of the Company and the Company shall promptly disseminate the same to the public to make such UPSI generally available. Any UPSI received by any Employee, directly

or indirectly, shall be immediately reported to the respective Head of the Department and the Head of the Department in turn shall immediately report such UPSI to the Chief Investor Relations Officer of the Company for prompt disclosure and dissemination to the Public.

8. The Employees/Directors of the Company shall promptly direct any queries or requests for verification of market rumors received from regulatory authorities, stock exchanges, press, media, or from any other source to the Chief Investor Relations Officer to enable him/her to reply/address at the earliest.
9. The Directors, Officers and Employees shall provide only generally available public information to the analysts/research personnel/large investors like institutions.
10. As per the requirement of the Regulations the Reports or transcripts of proceedings of meetings with analysts, research personnel or investor relation conferences shall be uploaded on the functional website of the Company as soon as credible and concrete information comes into being and is available by the Company.
11. In the event of any conflict between the provisions of this Code and the Listing Regulations, the Regulations or any Act or any other statutory enactments, rules, the provisions of such Listing Regulations, the Regulations or any Act or statutory enactments, rules shall prevail over this Code.
12. Any subsequent amendment/modification in the Regulations, the Listing Regulations or the Act or any other applicable laws, direction or clarification by SEBI, provision of this Code shall be read and implemented in context of such amended/modified or clarified positions.

Version	Effective Date	Description of Changes
1.0	April 01, 2023	Adoption of Code of UPSI at Board Meeting held on March 31, 2023

Tentative List of Unpublished Price Sensitive Information

Sr. No.	Headers	Comments
1	Financial Results (Quarterly, Half Yearly and Annual Results)	Yearly Entry
2	Dividend (Final and Interim): - Declaration of Dividend - Cancellation of Dividend	Event based
3	Change in Capital Structure: - Issuance includes re-issuance of Securities through any mode; - Forfeiture of Securities; - Split and Consolidation of Shares; - Buyback of Securities; - Redemption of Securities; - Alteration in existing terms or structure of existing Securities; - Options to purchase securities including any ESOP/ESPS Scheme. - Reduction of equity share capital through NCLT route	Event based
4	Scheme of Arrangement: - Merger - Demerger - Restructuring - Acquisition (Including Agreement to Acquire)	Event based. Any investment exceeding Rs. 100 crores or more.
5	New projects	Event based. Any investment exceeding Rs. 100 crores or more.
6	Delisting	Event based.
7	Sale (Includes Slump Sale or any other form of sale)/Disposals of business, any unit, division or subsidiary of the Company and also business, any unit, division of its subsidiaries	Sale of amount exceeding Rs. 100

		crores or more/ 10% or more of the Consolidated Turnover of the Company whichever is higher.
8	Expansion of business including but not limited to: <ul style="list-style-type: none"> - Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up. - Adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal). - Capacity addition or service launch. - Introduction of new variant of existing service 	10% or more of revenue of that specific business division.
9	Changes (appointment, Resignation and removal) in Key Managerial Personnel (As per the Section 203 of the Companies Act, 2013): <ul style="list-style-type: none"> - Managing Director or Manager - Company Secretary - Chief Financial Officer - Chief Executive Officer 	Event based.
10	Change (appointment, re-appointment, Resignation and removal) in Director(s)	Event based.
11	Agreement including revision(s) or amendment(s) and termination(s) which are binding and not in normal course of business including but not limited to: <ul style="list-style-type: none"> - Shareholders Agreement (to the extent that it impacts management and control of the listed entity) - Joint venture agreement (to the extent that it impacts management and control of the listed entity) - Family settlement agreement(s) (to the extent that it impacts management and control of the listed entity) - Agreement(s)/treaty(ies)/contract(s) with media companies - Any Agreement/collaboration with any other entity for intention of business tie up. 	Event based.
12	Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the ordinary/normal course of business.	Event based.

		Any investment exceeding Rs. 100 crores or more.
13	Litigation(s) / dispute(s) / regulatory action(s) with impact* *(Not in normal course of business – but such litigations that affect the share price of the Company)	Winding-up petition. Litigation for an amount exceeding Rs. 25 crores
14	Fraud by directors or key managerial personnel or employees or promoter of listed entity.	Event based.
15	Other such transactions not covered above and not in normal course of business, that may affect the share price of the Company if information made public.	Event based.
16	Revision in Credit Rating	Event based.
17	Corporate Debt Restructuring	Event based.