

Date: 28.10.2025

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Scrip Code: BSE-540795 National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C/1 G-Block, Bandra-Kurla Complex, Bandra(East) Mumbai-4000501 Trading Symbol: DYCL

Sub: Outcome of Board Meeting held on October 28, 2025.

Dear Sir/ Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors at their meeting held today i.e. Tuesday, October 28, 2025, has inter alia, considered and approved the following:

- 1) The Un-audited Financial Results for the quarter and half year ended on September 30, 2025 and took on record Limited Review Report thereon pursuant to Regulation 33 of Listing Regulations. The copy of the same is enclosed herewith as Annexure-A.
- 2) The amendment to the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" maintained under Regulation 8(1) and 8(2) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The amended Code is enclosed herewith as Annexure-B.

Further, in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Company's Code of conduct for Prohibition of Insider Trading, the "Trading Window" for trading in the shares of the Company will open from October 31, 2025 for the Designated Persons and their immediate relatives.

The meeting of the Board of Directors commenced at 11:15 A.M. (I.S.T) and concluded at 12:10 P.M. (I.S.T)

The above information is being made available on the Company's website at www.dynamiccables.co.in

You are kindly requested to take the same on record.

Thanking you,

Yours faithfully,

For Dynamic Cables Limited

Naina Gupta
Company Secretary and Compliance Officer
M. No. A56881
Encl.: as above

Dynamic Cables Limited

CIN: L31300RJ2007PLC024139

A Bafna & Co Chartered Accountants



K-2 Keshav Path, Near Ahinsa Circle, C-Scheme, Jaipur-302001 Tel:(0141)-2372572,2375212

<u>Limited Review Report on Unaudited Quarterly Standalone Financial Results of Dynamic Cables</u>
<u>Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements)</u>
<u>Regulations,2015</u>

To The Board of Directors of Dynamic Cables Limited,

- 1. We have reviewed the accompanying Statement of unaudited Standalone Financial Results of Dynamic Cables Limited ('the Company') for the Quarter ended 30th September 2025, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For A Bafna & Co Chartered Accountants

FRN: 003660C

Vivek Gupta Partner

M.No. 400543

UDIN: 25400543BMLIJP9400

Place: Jaipur

Date: 28th October, 2025



DYNAMIC CABLES LIMITED F-260, Road No. 13 V.K.I. Area, Jaipur, Pin: 302013, Rajasthan, India CIN:L31300RJ2007PLC024139

STATEMENT OF ASSETS & LIABILITIES AS AT 30TH SEPTEMBER 2025

(Rs. in Lakhs)

| | | (Rs. in Lakhs) | |
|--|---------------------|---------------------|--|
| ARTICULARS | AS AT 30.09.2025 | AS AT 31.03.2025 | |
| ARIICOLARS | (Unaudited) | (Audited) | |
| ASSETS | (| | |
| (1) Non-Current Assets | | | |
| (a) Property, plant and equipment | 9,504.90 | 8,330.46 | |
| (b) Capital Work in Progress | 827.68 | 4.50 | |
| (c) Other Intangible assets | 23.36 | 27.90 | |
| (d) Financial assets | | | |
| (i) Loans | _ | 23.6 | |
| (ii) Other Financial Assets | 250.06 | 220.7 | |
| (e) Deferred Tax Asset (Net) | 109.30 | 67.8 | |
| (f) Other non-current assets | 1,023.87 | 927.4 | |
| Total Non Current Assets | 11,739.17 | 9,602.5 | |
| (2) Current Assets | 11,707.17 | 7,002.0 | |
| (a) Inventories | 15,443.16 | 14,964.0 | |
| (b) Financial assets | 10,440.16 | 14,704.0 | |
| (i) Investments | 47/700 | 4 41 7 1 | |
| (ii) Trade receivables | 4,767.92 | 4,416.1 | |
| | 23,708.50 | 23,675.2 | |
| (iii) Cash and cash equivalents | 13.42 | 14.8 | |
| (iv) Bank balances other then (iii) above | 3,499.57 | 3,172.5 | |
| (v) Other financial assets | 181.39 | 104.1 | |
| (c) Current tax Asset (net) | | | |
| (d) Other current assets | 1,355.49 | 2,979.9 | |
| Total Current assets | 48,969.45 | 49,326.9 | |
| TOTAL ASSETS | 60,708.62 | 58,929. | |
| EQUITY AND LIABILITIES | 00,700.02 | 30,727 | |
| (1) EQUITY | | | |
| (a) Equity share capital | 4,845.86 | 2,422.9 | |
| (b) Other equity | 36,189.52 | 34,965.8 | |
| | | | |
| Total Equity | 41,035.38 | 37,388.7 | |
| (2) Non-Current Liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 12074 | 200.2 | |
| (ia) Lease liabilities | 432.64 | 382.3 | |
| (ii) Other financial liabilities | 158.93 | 58.3 | |
| (b) Deferred Tax Liability (Net) | - | 48.0 | |
| (c) Provisions | 070.44 | - | |
| | 279.46 | 251.1 | |
| (d) Other non current liabilities | 071.00 | - | |
| Total Non-Current Liabilities | 871.03 | 739.9 | |
| (3) Current Liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 7,085.75 | 5,413.39 | |
| (ia) Lease Liabilities | 57.11 | 32.5 | |
| (ii) Trade payables | | | |
| - Total outstanding dues of micro enterprises and small enterprises | 1,474.65 | 783.3 | |
| - Total outstanding dues of creditors other than micro enterprises and small | 8,657.02 | 12,930.2 | |
| enterprises | | | |
| (iii) Other financial liabilities | 507.45 | 514.93 | |
| (b) Other current liabilities | 551.09 | 952.6 | |
| (c) Provisions | 65.62 | 42.83 | |
| (d) Current tax Liabilities (net) | 403.52 | 130.97 | |
| Total Current Liabilities | 18,802.21 | 20,800.8 | |
| | | | |
| TOTAL EQUITY & LIABILITIES | 60,708.62 | 58,929.5 | |

Place: Jaipur

Date: 28th October 2025

For & on behalf of Board of Directors

ABL Dynamic Cables Limited

Ashish Mangal Managing Director DIN 00432213



DYNAMIC CABLES LIMITED F-260, Road No. 13 V.K.I. Area, Jaipur, Pin: 302013, Rajasthan, India CIN:L31300RJ2007PLC024139

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER 2025

(Rs. in Lakhs)

| | PARTICULARS | Quarter Ended | | | Half Year Ended | | Year Ended | |
|-------|---|-----------------------|-------------|-------------|-----------------|-------------|-------------|--|
| S.No. | | 30-09-2025 30-06-2025 | | 30-09-2024 | 30-09-2025 | 30-09-2024 | 31-03-2025 | |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) | |
| | Income: | | | | | | | |
| 1 | Revenue from operations | 28,155.68 | 26,203.53 | 23,414.50 | 54,359.21 | 44,269.28 | 1,02,537.34 | |
| 11 | Other Income | 118.80 | 273.52 | 180.34 | 392.32 | 302.16 | 651.48 | |
| 111 | Total Income (I+II) | 28,274.48 | 26,477.05 | 23,594.84 | 54,751.53 | 44,571.44 | 1,03,188.82 | |
| IV | Expenses: | 1 | | | | | | |
| a) | Cost of materials consumed | 22,989.11 | 23,330.47 | 18,759.06 | 46,319.58 | 36,861.90 | 82,666.94 | |
| b) | Purchase of stock in trade | - | - | - | - | | - | |
| c) | Changes in inventories of finished goods, work-in-progress and stock-in-Trade | (675.01) | (2,205.85) | 254.42 | (2,880.86) | (938.57) | 607.63 | |
| d) | Employee benefit expense | 1,230.44 | 1,001.60 | 859.30 | 2,232.04 | 1,663.22 | 3,834.30 | |
| | Financial Costs | 286,11 | 266.33 | 453.32 | 552.44 | 948.52 | 1,526.62 | |
| f) | Depreciation and amortisation expense | 281.42 | 265.26 | 266.20 | 546.68 | 517.68 | 1,092.92 | |
| g) | Other Expenses | 1,529.01 | 1,382,58 | 1,168.10 | 2,911.59 | 2,122.27 | 4,891.99 | |
| 0, | Total Expenses (a to g) | 25,641.08 | 24,040.39 | 21,760.40 | 49,681.47 | 41,175.02 | 94,620.38 | |
| V | Profit /(Loss) before exceptional items & tax | 2,633.40 | 2,436.66 | 1,834.44 | 5,070.06 | 3,396.42 | 8,568.44 | |
| VI | Exceptional items | 2 - | | - | - | - | - | |
| VII | Profit before tax (V-VI) | 2,633.40 | 2,436.66 | 1,834.44 | 5,070.06 | 3,396.42 | 8,568.44 | |
| VIII | Tax Expenses : | | | | | | | |
| | (1) Current Tax | 692.17 | 629.52 | 468.26 | 1,321.69 | 891.48 | 2,124.37 | |
| | (2) Deferred Tax | (22.32) | (13.57) | (19.22) | (35.89) | (40.37) | (37.98 | |
| IX | Profit /(Loss) for the period (VII-VIII) | 1,963.55 | 1,820.71 | 1,385.40 | 3,784.26 | 2,545.31 | 6,482.05 | |
| X | Other Comprehensive Income | | | | | | | |
| | (a) (i) Items that will not be reclassified to Profit or Loss | 10.38 | (32.40) | 8.31 | (22.02) | (21.68) | (37.21 | |
| | (ii) Tax effect on Items that will not be reclassified to Profit or Loss | (2.61) | 8.15 | (2.09) | 5.54 | 5.46 | 9.36 | |
| | Total (a) | 7.77 | (24.25) | 6.22 | (16.48) | (16.22) | (27.84 | |
| | (b) (i) Items that will be reclassified to Profit or Loss | - | | - | - | | | |
| | (ii) Tax effect on Items that will be reclassified to Profit or Loss | - | | - | - | - 1 | - | |
| | Total (b) | - | | - | - | - | - | |
| XI | Total Comprehensive Income for the period (IX+X) | 1,971.32 | 1,796.46 | 1,391.62 | 3,767.78 | 2,529.09 | 6,454.21 | |
| XII | Paid up Equity share capital (at face value of Rs. 10) | 4,845.86 | 2,422.93 | 2,422.93 | 4,845.86 | 2,422.93 | 2,422.93 | |
| XIII | Other Equity excluding revaluation reserves | | | | | | 34,965.8 | |
| XIV | Earning per equity share | | | | | | | |
| | (1) Basic (in INR) | 4.05 | 3.76 | 2.86 | 7.81 | 5.48 | 13.65 | |
| | (2) Diluted (in INR) | 4.05 | 3.76 | 2.86 | 7.81 | 5.48 | 13.65 | |

NOTES

- The above financial results were reviewed by the Audit Committee and approved by the board of directors at their respective meeting held on 28th OCT, 2025. The Statutory Auditor of Dynamic Cables Limited has carried out "limited review" of the above results pursuant to Regulation 33 of the SEBI (Listing Obligation & Disclousure Requirements) Regulations, 2015, as amended and have issued an unmodified conclusion.
- 2 The financial results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended.
- 3 The Company's business activity fall within a single primary business segment.
- The figures of the quarter ended September 30, 2025 are the balancing figures between unaudited figures in respect of Half financial year ended on 30th Sep 2025 and unaudited published year to date figures upto 30th June 2025, being the date of the end of the First Quarter of the Financial Year which were subjected to limited review.
- 5 The above figures are available on the website of the company at www.dynamiccables.co.in and stock exchange viz. www.bseindia.com and www.nseindia.com.
- 6 Figures of the previous period/ year have been regrouped and reclassified to confirm to the classification of current period, wherever necessary and are rounded off to nearest lakhs, in order to confirm to the presentation.
- The Company has raised Rs 9658.79 Lakhs by way of preferential issue of equity shares during the month of June 2024. An amount of Rs. 8064.31 Lakhs was utilized as per Issue objectives (including advances) till 30TH September 2025, unutilized amount of Rs. 1594.48 as on 30th September 2025 have been invested in Mutual Fund.
- On 15th July 2025 the Company had issued 24229319 fully paid-up Bonus Equity Shares of Rs. 10 each in the ratio of 1:1 to the eligible members of the Company by capitalizing 2422.93 Lakhs out of Security premium of the Company. As a result of the bonus issue, the paid-up capital of the Company stands increased to Rs. 4845.86 Lakhs from Rs. 2422.93 Lakhs This has been considered for calculating weighted average number of equity shares for all comparative periods presented as per "IND AS 33 (Earnings per Share)". In line with the above, EPS (basic and diluted) have been adjusted for all periods presented.

Place: Jaipur

Date: 28th October 2025



For & on behalf of Board of Directors

Dynamic Cables Limited

Ashish Manga Managing Director DIN 00432213



DYNAMIC CABLES LIMITED F-260, Road No. 13 V.K.I. Area, Jaipur, Pin: 302013, Rajasthan, India CIN:L31300RJ2007PLC024139

STATEMENT OF UNAUDITED CASH FLOW FOR THE HALF YEAR ENDED 30TH SEPTEMBER 2025

(Rs. in Lakhs)

| | Half Year Ended | Half Year Ended 30-09-2025 | | Half Year Ended 30-09-2024 | |
|---|--|----------------------------|-------------|----------------------------|--|
| PARTICULARS | (UnAudit | ed) | (UnAudited) | | |
| A. Cash Flow from Operating Activities: | | | T | | |
| Net Profit before tax | | 5,070.06 | | 3,396.42 | |
| Adjustments for: | | | | | |
| Depreciation and amortisation expense | 546.68 | | 517.68 | | |
| (Profit)/Loss on sale of Property, Plant and Equipments | (5.00) | 1 | (0.17) | | |
| Interest income | (207.56) | | (124.09) | | |
| Commission income against Financial Liability | - 1 | 1 | (3.21) | | |
| Other income against security deposit received | - | 1 | - 1 | | |
| Unrealized Gain on Fair Value Of MF (Indirect Income) | (27.91) | 1 | (106.60) | | |
| Lease rent | (1.80) | - | (1.80) | | |
| Interest on lease liabilities | 9.19 | 1 | 0.16 | | |
| Interest on financial liabilities | // | 1 | 0.32 | | |
| Interest on Income tax | | 1 | 0.32 | | |
| Interest cost on Security deposit received | - | | - | | |
| | 100,000 | - 1 | 101 (01) | | |
| Remasurement of acturial gain/loss | (22.02) | 1 | (21.68) | | |
| Unrealized foreign exchange (gain)/loss | - 1 | | 10.30 | | |
| Claim, discount and written off | - 1 | | (6.68) | | |
| Provision for expected credit loss | 18.82 | 1 | 26.20 | | |
| Bad debts recovered | - | | - | | |
| Finance Cost | 543.25 | 853.65 | 948.04 | 1,238.47 | |
| Operating Profit before Working Capital Changes | | 5,923.71 | | 4,634.89 | |
| Adjustments for: | | | | | |
| Increase / Decrease in Inventories | (479.12) | | (1,270.62) | | |
| Increase / Decrease in Trade receivables | (52.08) | 1 | 5,392.90 | | |
| Increase / Decrease in Other current financial assets | (77.22) | | 10.09 | | |
| Increase / Decrease in Other current assets | 1,624.46 | | (1,263.12) | | |
| Increase / Decrease in Trade payable | (3,581.90) | | (5,433.08) | | |
| Increase / Decrease in Other financial liabilities | 17.07 | 1 | 27.58 | | |
| Increase / Decrease in Other current liabilities | (401.54) | | 77.98 | | |
| Increase / Decrease in current provisions | 22.79 | | 21.17 | | |
| Increase / Decrease in current tax liabilities | | 1 | 21117 | | |
| Increase / Decrease in Non current provisions | 28.27 | 1 | 32.75 | | |
| Increase / Decrease in Non current financial liabilities | 43.33 | | (7.83) | | |
| Increase/Decrease in Other non current liability | 40.50 | (2,855.94) | (7.00) | 12 412 10 | |
| Cash Generated from Operations | | 3,067.77 | - | (2,412.19 | |
| Direct Taxes Paid (Net) | | | | 2,222.70 | |
| Net Cash inflow/(outflow) from Operating Activities (A) | | (1,049.14) | | (735.64 | |
| B. Cash Flow from Investing Activities: | | 2,018.63 | | 1,487.06 | |
| Purchase / Acquisition of Property, Plant and Equipment | (2,548.19) | | (1,751.04) | | |
| Proceeds from sale of Property, Plant and Equipments | 13.43 | | 1.00 | | |
| | | | | | |
| Interest received | 207.56 | | 126.86 | | |
| Lease rent received | 1.80 | | (0.32) | | |
| Increase / Decrease in Non current financial assets - Loans | (5.68) | | (88.57) | | |
| Increase / Decrease in Other non current assets | (96.40) | | (658.59) | | |
| Increase / Decrease in Other current bank balances | (326.98) | | (98.84) | | |
| Increase / Decrease in current financial assets - Investments | (323.82) | (3,078.28) | (7,482.53) | (9,952.03) | |
| Net Cash inflow/(outflow) from investing Activities (B) | | (3,078.28) | | (9,952.03) | |
| C. Cash Flow from Financing Activities: | | | | | |
| Proceeds from Preferential allotment | - | | 9658.79 | | |
| Payment of Dividend | (121.15) | | (110.07) | | |
| Proceeds/(Repayment) of Non current borrowings (net) | 50.31 | | (237.97) | | |
| Proceeds/(Repayment) of Current borrowings (net) | 1,672.36 | | 101.37 | | |
| Finance Cost | (543.25) | 1,058.27 | (948.04) | 8,464.08 | |
| Net Cash inflow/(outflow) from Financing Activities (C) | | 1,058.27 | | 8,464.08 | |
| Net increase /(decrease) in cash and cash equivalents (A+B+C) | | (1.38) | | (0.89) | |
| Opening Balance of Cash and Cash equivalents | No. of the Control of | 14.80 | | 22.88 | |
| Closing Balance of Cash and Cash equivalents | | 13.42 | | 21.99 | |

Notes:

- 1 The cash flow statement has been prepared under the "Indirect Method" as set out in Ind AS 7 "Statement of Cash Flows".
- 2 Amounts in Brackets, represent cash Outflows.
- 3 Previous year figures have been regrouped and rearranged wherever necessary.

Ashish Mangal Managing Director DIN 00432213

Place: Jaipur

Date: 28th October 2025

ANNEXURE -B



CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF

UNPUBLISHED PRICE SENSITIVE INFORMATION

[Pursuant to Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015]

1. Preface:

The Securities and Exchange Board of India (SEBI) has formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time (hereinafter referred to as the "PIT Regulations"), to formulate a structured framework and Code for the fair disclosure of Unpublished Price Sensitive Information (UPSI). Code of practices and procedures for fair disclosure of unpublished price sensitive information ("Code" or "This Code") is a framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for Company's securities and to maintain uniformity, transparency and fairness in dealings with all stakeholders and ensure adherence to applicable laws and regulations.

2. Object & Scope:

Pursuant to Regulation 8 of Chapter IV of the PIT Regulations, board of directors of every company, whose securities are listed on a stock exchange, shall formulate and publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A to these regulations, without diluting the provisions of these regulations in any manner.

In line with the above, Dynamic Cables Limited ("Company") has duly adopted the revised Code, as approved by the Board of Director at their meeting held on October 28, 2025. The revised Code shall come into effect from the same date, i.e., October 28, 2025.

3. Applicability:

This Code shall be applicable to all Designated Persons (DPs), immediate relatives of DPs and other connected persons and in relation to disclosure of UPSI by the company. The scope, exception as given in PIT Regulations shall be applicable for the purpose of this code.

4. Definitions:

For the purpose of this code the following terms shall have the meanings assigned to them hereunder:



- a. "Act" means the Securities and Exchange Board of India Act, 1992 (15 of 1992);
- b. "Board of Directors" or "Board" means Board of Directors of the Company.
- c. **"Code" or "this Code"** shall mean this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;
- d. "Chief Investor Relations Officer (CIRO)" means the Company Secretary & Compliance Officer of the Company or such other 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 to the stock exchanges, analysts, shareholders and media.

In the temporary absence of the CIRO for any reason whatsoever, Managing Director & CFO shall be responsible for dissemination of information and disclosure of UPSI.

- e. "Company" means Dynamic Cables Limited.
- f. **"Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis and shall not include unverified event or information reported in print or electronic media.
- g. **"Insider"** means any person who is: i) a connected person; or ii) in possession of or having access to Unpublished Price Sensitive Information;
- h. **"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 of the Company and shall, ordinarily include but not restricted to, information relating to the following:
 - a. financial results;
 - b. dividends:
 - c. change in capital structure;
 - d. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business, award or termination of order/contracts not in the normal course of business and such other transactions;
 - e. changes in key managerial personnel, other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
 - f. change in rating(s), other than ESG rating(s);
 - g. fund raising proposed to be undertaken;
 - h. agreements, by whatever name called, which may impact the management or control of the company;
 - i. 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;
 - j. resolution plan/restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
 - k. 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;



1. 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;

m. 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;

n. outcome of any litigation(s) or dispute(s) which may have an impact on the company;

o. 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;

p. granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

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

'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.

'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

Words and expressions used and not defined herein shall have the meanings respectively assigned to them in the PIT Regulations , as may be amended from time to time.

5. Principles of Fair Disclosure of UPSI

The CIRO shall be responsible to ensure timely, adequate, uniform and universal dissemination of information and disclosure of Unpublished Price Sensitive Information. He/She 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. Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- d. Appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- e. That information shared with analysts and research personnel are not Unpublished Price Sensitive Information.
- f. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences, available on the official website of the Company to ensure official confirmation and documentation of disclosures made.
- g. Handling of all UPSI on a need-to-know basis.



h. Due notice shall be given to such person in receipt of UPSI pursuant to a "legitimate purpose" who shall be considered as an "insider" for purposes of PIT Regulations to maintain confidentiality of such UPSI in compliance with PIT Regulations.

The "Policy for determination of Legitimate Purposes"

1. Legitimate purpose

- (a) "Legitimate purposes" shall include sharing of UPSI in the ordinary course of business on 'need to know' basis by an Insider / Designated Person with others including promoters, employees, consultants, partners/collaborators, holding company, lenders, merchant bankers, legal advisors, auditors, insolvency professionals, regulators/courts and other advisors, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the PIT Regulations.
- (b) Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered as an "Insider" for purposes of the Code and PIT Regulations and due notice shall be given to such person which would inter alia include the following:
 - (i) 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.
 - (ii) The recipient must not trade in the securities of the Company while in possession of UPSI.
 - (iii) The recipient shall obtain the CIRO prior written consent in case the information provided to such recipient is to be used by such recipient for a purpose other than the Legitimate Purpose for which the Company had provided the UPSI and pursuant to such written consent, such other purpose would also be considered to be a Legitimate Purpose.
 - (iv) Any sharing of UPSI, other than in compliance with this Code and PIT Regulations, would be construed as a violation.

2. Structured Digital Database under PIT Regulation

In terms of Regulation 3 (5) of the PIT Regulations, the Company shall maintain a Structured Digital Database ('SDD') containing the nature of UPSI and the names of such persons who have shared the UPSI and the name of such persons or entities as the case may be, with whom UPSI relating to the Company has been shared by the Company under the PIT Regulations for legitimate purpose along with their Permanent Account Number ('PAN') or any other identifier authorized by law where PAN is not available.

In addition, such database will also set out the details of the purpose for which such UPSI has been shared. SDD shall contain the information as prescribed under the PIT Regulations. Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure nontampering of the database.



The database shall be maintained for a minimum period of 8 years or in case of receipt of any information regarding any enforcement or investigation proceedings, the relevant information shall be preserved till the completion of such proceedings.

[The entry of information, not emanating from within the organization, in structured digital database, may be done not later than 2 calendar days from the receipt of such information.]

3. Amendments and Modification

This Code and Policy for determination of Legitimate Purposes is subject to review by the Board of Directors [at least once in every 3 (Three) financial years]. The Board of Directors of company may amend the policy from time to time depending upon the requirements of the provisions of the PIT Regulations [In case of any subsequent changes in the regulations which makes any of the provisions in the Policy inconsistent with the PIT Regulations, then the provision of PIT Regulations would prevail over the Policy and the provisions of the Policy would be modified in due course to make it consistent with law. However, the amended regulatory/statutory provisions will supersede the existing Policy till the time the Policy is suitably amended.

4. Disclosure:

The Company shall ensure the compliance of other applicable provisions of PIT Regulations in this regard. This Code of Fair Disclosure and amendments thereof shall also be published on the official website of the Company.

| Version No. | Approving Authority | Issue Date |
|-------------|---------------------|--------------------|
| 1 | Board of Directors | September 05, 2018 |
| 2 | Board of Directors | May 23, 2023 |
| 3 | Board of Directors | October 28, 2025 |