

NILKANTH ENGINEERING LIMITED

CODE OF PRACTICE AND PROCEDURE FOR FAIR DISCLOSURE OF UN-PUBLISHED PRICE SENSITIVE INFORMATION

In compliance with Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulation, 2015, the Board of Directors of the Company has adopted a Code of Practice and Procedures for Fair Disclosures of Unpublished Price Sensitive Information

The Code shall be application from 13th December, 2016

The Code as enumerated below seek to ensure timely and adequately disclosure of Unpublished Price Sensitive Information to the Stock Exchange where the equity shares of the Company are listed and also on the Official Web-site of the Company from time to time.

1. Promptly Publication of Unpublished Price Sensitive Information:

All Unpublished Price Sensitive Information as envisaged in the SEBI (Prohibition of Insider Trading) Regulation, 2015 shall be disclosed promptly in order to make such information generally available to the Public

2. Uniform and Universal Disseminate Unpublished Price Sensitive Information:

The Company shall endeavor to disseminate unpublished Price Sensitive Information on uniform, continuously and universal manner to all the stake holder by posting the same on the Website of the Company as well as to the Stock Exchange, where the Company is listed.

3. Compliance Officer to deal with disclosure of Unpublished Price sensitive Information:

The Compliance Officer of the Company who shall be responsible to deal with disseminate of information and disclosure of Unpublished Price Sensitive Information to the Stock Exchange where the Company's shares are listed and also upload on the official web-site of the Company within stipulated time.

4. Prompt Disseminate of Unpublished Price Sensitive Information in respect of Improper disclosure of otherwise:

The Compliance Officer shall avoid selective disclosure of Unpublished Price Sensitive Information. In any event, if due to oversight or inadvertence the same information is not uniformly and universally made available to all the shareholders, necessary steps shall be Promptly be taken to make such information generally available on non-discriminatory basis.

5. Response to the Queries on news reports and request for verification of market rumors:

The Compliance Officer shall ensure that appropriate, fair and prompt response to all Queries received from new reports, if any. Such response from the Company shall be sent to all the Stock Exchanges, where the equity shares of the Company is listed.

6. Sharing of information with analyst and research personnel:

The Compliance Officer or any other authorized representative of the Company shall share any Unpublished Price Sensitive Information with analyst or research personnel, prospective investors etc. In case any Unpublished Price Sensitive Information is shared with them, disclosure thereof shall be made to the Stock Exchanges simultaneously.

7. Documentation of disclosure made to the analyst or at Investor Relation Conference:

The proceeding of the meeting with analyst and other investors relation conference shall be record and preserved and transcript / record of the Proceeding thereof shall be uploaded on the website of the Company.

8. Handling of all Unpublished Price Sensitive Information on need to know basis:

All Unpublished Price Sensitive Information shall be handled on need to know basis (ie the Unpublished Price Sensitive Information shall be disclosed to only those within the Company who need the information for legitimate purpose under legal litigation, to discharge the performance or duties and used only for the purpose for which it is meant for.