

# THREE M PAPER BOARDS LIMITED



COATED DUPLEX BOARD  
BOTH SIDE COATED  
WHITE BOARD

**Regd. Office:**

Royal Industrial Estate  
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CIN No.: U22219MH1989PLC052740

## THREE M PAPER BOARDS LIMITED

(Formerly known as Three M Paper Boards Private Limited and Three-M-Paper Manufacturing Company Private Limited)

### CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

I. This Code shall come into force from February 26, 2024.

#### 2. Definitions:

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

- i. **“Act”** means the Securities and Exchange Board of India Act, 1992 (15 of 1992);
- ii. **“Code” or “this Code”** shall mean this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;
- iii. **“Company” or “the Company”** means Three M Paper Boards Limited;
- iv. **“Generally Available Information”** means information that is accessible to the public on a non-discriminatory basis, such as information published on the website of the stock exchanges. “Generally Available” with respect to information shall be construed accordingly;
- v. **“Insider Trading Regulations”** means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
- vi. **“Unpublished Price Sensitive Information” or “UPSI”** means any information, relating to the Company or its securities, directly or indirectly, that is not generally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 and such other transactions;
  - e. changes in key managerial personnel; and





- f. material events in accordance with the listing agreement.
- vii. Other terms not specifically defined here shall have the same meaning as assigned under the 'Code of Conduct for Prevention of Insider Trading in Securities of Three M Paper Boards Limited' and 'the Insider Trading Regulations'.

The provisions of this Code have to be read along with the Insider Trading Regulations and if there is any inconsistency / contradiction between the two, the provisions of the Insider Trading Regulations shall prevail.

### **3. Objective**

The objective of the Code is to prevent Insider Trading by regulating, monitoring and reporting trading by its employees and other connected persons in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015

### **4. Principles of Fair Disclosure**

The Company shall ensure:

- i. 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.
- ii. Uniform and universal dissemination of UPSI to avoid selective disclosure.
- iii. Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- iv. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- v. Information shared with analysts and research personnel is not UPSI.
- vi. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website of the Company to ensure official confirmation and documentation of disclosures made.
- vii. Handling of all UPSI on a need-to-know basis.

### **5. Overseeing and co-ordinating disclosure**

- i The Company shall designate a senior officer or a Whole Time Director or a Director as a Chief Investor Relations Officer ("CIRO") to deal with dissemination and disclosure of UPSI.



- ii The CIRO would be responsible to ensure timely, adequate, uniform and universal dissemination and disclosure of UPSI pursuant to this Code as required under the Insider Trading Regulations so as to avoid selective disclosure.
- iii The CIRO shall be responsible for ensuring that the Company complies with continuous disclosure requirements, overseeing and co-ordinating disclosure of UPSI to Stock Exchange(s) where the Company's Securities are listed, analysts, shareholders and media, and educating employees on disclosure policies and procedure.
- iv Disclosure/dissemination of UPSI may normally be approved in advance by CIRO. In case of doubt, the CIRO shall consult and seek approval of the Managing Director / Executive Director(s) / the Chief Financial Officer of the Company / 'Disclosure Committee', if any, constituted by the Board of Directors of the Company pursuant to the Listing Agreement / Regulations, before dissemination of such information.
- v If UPSI is accidentally disclosed without prior approval of CIRO, the person responsible shall inform the CIRO immediately. The CIRO will then promptly disseminate the information so as to make such information generally available.

#### **6. Responding to market rumours**

The CIRO shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure, if required. He may consult the Managing Director or Executive Director(s) or the Chief Financial Officer of the Company or 'Disclosure Committee', if any, constituted by the Board of Directors of the Company

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Managing Director  
Date: 26.02.2024