



BIOTIC WASTE LIMITED
(Formerly Known as Biotic Waste Private Limited & Vulcan
Waste Management Private Limited)

CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION

UNDER REGULATION 8(1) OF SEBI (PROHIBITION OF INSIDER TRADING)
REGULATIONS, 2015]

1. INTRODUCTION

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interests of investors in general, vide Circular No. LAD-NRO/GN/2014-15/21/85 dated January 15, 2015, has introduced SEBI (Prohibition of Insider Trading) Regulations, 2015. Regulation 8(1), Chapter IV read with Schedule A of the SEBI (Prohibition of Insider Trading) Regulations, 2015 provides for formulation of a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information by the Board of Directors of every listed Company.

Accordingly, this Code of Practices and Procedures for Fair Disclosure of Unpublished Price sensitive Information (**hereinafter referred to as the ‘Code’**) has been formulated in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereon, from time to time, with a view to preserve the confidentiality of unpublished price sensitive information and prevent misuse of such information. The objective of the Code is to ensure timely, fair and adequate disclosure of events and occurrences that could impact price discovery in the market for the Company’s securities, to enable the investors to take informed investment decisions.

2. OBJECTIVE OF THE CODE:

This code is applicable to all disclosures of UPSI by Biotic Waste Limited, (hereinafter referred to as the “Company”) its subsidiaries, associates and the companies under the same management.

3. UNIFORM AND UNIVERSAL DISSEMINATION OF UPSI:-

The Company has adopted a Disclosure Policy. The Disclosure Policy is designed to be aligned with clause 36 of the Listing Agreement. The Disclosure Policy defines Material Event and Material Information. Prompt public disclosure of UPSI shall be done no sooner than credible and concrete information comes into being in order to make such information generally available. Material Events mean events that a reasonable stakeholder dealing with the Company would consider important in deciding to engage and deal with the Company, its products and services and in its securities. Whether any particular information could be considered Material by a reasonable stakeholder depends on specific circumstances existing at a particular point of time. Material Information- Material Information shall mean Material Events meeting the requirements of the Disclosure Policy. When a Material event or Material Information triggers disclosure, the Company shall promptly furnish the Material Information to all stock exchanges where its Securities are listed. Information published on the website of a stock exchange, would ordinarily be considered generally available information. The information released by the Company to the stock exchanges may also be released to the press for wider circulation. The information released by the Company to the stock exchanges may also be hosted on the Company website for wider circulation.

4. CHIEF INVESTER RELATIONS OFFICER

The Company Secretary of the Company shall act as the Chief Public Relations Officer to deal with dissemination of information and disclosure of Unpublished Price Sensitive Information.

5. PRINCIPLES OF FAIR DISCLOSURE FOR THE PURPOSES OF CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

The Principles for Fair Disclosure adopted by Biotic Waste Limited (Formerly Known as Biotic Waste Private Limited & Vulcan waste Management Limited) are as follows:

- To promptly make public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- To make disclosure of unpublished price sensitive information in a universal and uniform manner through forums like widely circulated media and/or through the stock exchange where the securities of the Company are listed. Selective disclosure of unpublished price sensitive information is to be avoided.
- To promptly disseminate unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- To provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- To ensure that the information shared with analysts and research personnel is not unpublished price sensitive information.
- To publish 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 therein.
- To handle all unpublished price sensitive information on a need-to-know basis only. Employees of the company handling/possessing Unpublished Price Sensitive Information will not share such information to other employees of the company/outsider except on the need to know basis. No Unpublished Price Sensitive Information shall be communicated by such employee to any person except in furtherance of his/her legitimate purpose or performance of his/her legal obligation.
- Utmost standards of disclosures should be followed to ensure uniform and universal dissemination of Unpublished Price Sensitive Information to avoid selective disclosures.

6. INTERACTIONS WITH ANALYSTS, INVESTORS AND RESEARCH PERSONNEL:

The Company shall ensure that the following guidelines are followed while dealing with analysts and institutional investors.

In order to maintain a transparent and effective two-way communication between a Company, the financial community, the Management shall interact with equity research analysts, investors and other members of the investing community from time to time.

During these interactions, the Company will ensure that no UPSI is disclosed selectively to any one or group of research analysts or investors, to the disadvantage of other stakeholders. In structured communication events, the Company may make arrangements to ensure that the interactions at the event are available to the public simultaneously. This simultaneous access may be achieved by making arrangements for simultaneous audio broadcast of such interaction/ calls over the phone or internet or suitable media with due notice of such interaction. Recording of the proceedings in suitable media will be made available on the official website for a period of 5 years.

Handling of unanticipated questions

The Company shall promptly and carefully deal with analysts' questions that raise material issues outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes UPSI, a public announcement shall be made before responding.

Medium of disclosure/dissemination

Disclosure and dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination. All disclosures to the stock exchanges must be made promptly. The Company shall also disclose information through the use of its dedicated Internet website

Company's website

The Company's website may provide a means of giving a direct access to analyst briefing material, significant background information and questions and answers.

7. PROMPT DISSEMINATION OF UPSI THAT IS DISCLOSED SELECTIVELY

In the event of selective disclosure of UPSI, inadvertently or otherwise the Company shall respond promptly to ensure prompt dissemination of the UPSI as per clause B above. The compliance officer and or chief investor relations officer shall respond promptly and fairly upon learning of the selective disclosure. In this context, rumors or media speculation (including quotes of unnamed persons) shall not be considered as selective disclosure

8. RESPONSE TO REGULATORY AUTHORITIES

The Company shall respond appropriately and fairly to queries on news reports and requests for verification of market rumours by regulatory authorities. The Company will endeavor to respond promptly to such requests.

9. OVERSEEING AND COORDINATING DISCLOSURE

The prime responsibility for overseeing and disclosure in the Company shall be on the Compliance Officer designated under the Wipro's Code of Conduct to Regulate, Monitor and Report Trading by Insiders.

The Compliance Officer shall be responsible for;

- (i) Complying with continuous disclosure requirements;
- (ii) Overseeing and coordinating disclosure of UPSI to stock exchanges, analysts, Shareholders and media;
- (iii) Educating staff on disclosure policies and procedure.

The Compliance Officer shall approve the disclosure of the information in advance.

Chief Investor Relations Officer is designated to deal with dissemination of information and disclosure of UPSI.

10. HANDLING OF ALL UNPUBLISHED PRICE-SENSITIVE INFORMATION:

The Company will handle all UPSI with internal personnel on a need-to-know basis and no UPSI shall be communicated to any person except for internal personnel's legitimate purposes, performance of duties or discharge of his or her legal obligations. The Company may form internal guidelines which shall contain appropriate Chinese Walls procedures and processes while sharing the UPSI on a need-to-know basis.

The information filed by Company with stock exchanges under a continuous disclosure requirement may be made available on the Company's website.