

**CODE OF PRACTICE AND PROCEDURE FOR FAIR DISCLOSURE
OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

of
PREMIER CRYOGENICS LIMITED

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CODE OF PRACTICE AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Introduction and Objective

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, Premier Cryogenics has adopted this code of Fair Disclosure of Unpublished Price Sensitive Information based on the principles of fair disclosure as stated in the said Regulations. The code has been formulated as a policy framework for the fair disclosure of Unpublished Price Sensitive Information that would impact price discovery of the Company's securities in the market and to avoid selective disclosure.

Definitions

- (a) "Company" means Premier Cryogenics Ltd.
- (b) "Compliance Officer" means any senior officer, designated so and reporting to the board of directors or head of the organization in case board is not there, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in these regulations under the overall supervision of the board of directors of the listed company or the head of an organization, as the case may be.
- (c) "Unpublished Price Sensitive Information" means any information, relating to a Company or its securities, directly or indirectly, that is not generally available which upon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 and shall, ordinarily including but not restricted to, information relating to the following: –
 - (i) financial results;
 - (ii) dividends;
 - (iii) change in capital structure;
 - (iv) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
 - (v) changes in key managerial personnel; and
 - (vi) material events in accordance with the listing agreement.
- (d) "Generally Available Information" means information that is accessible to the public on a non-discriminatory basis.
- (e) "Chief Investor Relations Officer" for the purpose of this Code shall be a senior officer who is designated to deal with dissemination of information and disclosure of unpublished price sensitive information.

Applicability

This code shall be applicable and binding on all the employees, officers, directors and those persons who are authorised to represent the Company and those who by virtue of their role and function in the organisation, seniority and designation have access to Unpublished Price Sensitive Information.

Overseeing and Coordinating Disclosure

The primary responsibility for overseeing and disclosure under the policy shall be on the Compliance Officer to comply with continuous disclosure requirements including overseeing and coordinating disclosure of Unpublished Price Sensitive Information to Stock exchanges, analysts, Shareholders and media under the overall supervision of the Managing Director.

Presently, the Company Secretary of the Company has been designated as the Compliance Officer and also to oversee the Investor relations including to deal with dissemination of information and disclosure of unpublished price sensitive information.

Principles of Fair Disclosure

The Company shall ensure adherence to the following :-

1. Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
2. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
3. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
4. Prompt 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.
5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. Handling of all unpublished price sensitive information on a need-to-know basis.
7. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

Amendments

The Board of Directors of the Company may amend this Code as and when it deems necessary in line with the SEBI (Prohibition of Insider Trading) Regulations, 2015 or any applicable law for the time being in force.