

JINDAL POLY FILMS LIMITED

Code of conduct for Insider Trading

(Adopted by the Board of Directors at its meeting held on 14.05.2015.)

1. Preface:

- 1.1 SEBI vide its Circular No: LD-NRO/GN/2014-15/21/85 dated 15th January, 2015 has introduced SEBI(prohibition of Insider Trading) Regulations, 2015, to be effective from 15th May, 2015
- 1.2 Regulation 8 of the said Regulation provides for the formulation of a “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” herein after referred to as the “code”
- 1.3 The Company endeavor to preserve the confidentiality of Unpublished Price Sensitive Information and to prevent misuse of such information. To achieve this objective and in compliance with aforesaid SEBI regulations the Board of Directors of Jindal Poly Films Limited (the Company) hereby adopt this code
- 1.4 The code is applicable to the Company and its business units and subsidiaries present and future.

2. Principles of Fair Disclosure:

This code intends to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for the securities of the Company. The Principles of Fair Disclosure adopted by the Company are as follows:

- 2.1 To promptly make public disclosure of unpublished price sensitive information that would impact price discovery. Such disclosures are made no sooner than credible and concrete information comes into being in order to make such information generally available.
- 2.2 To make disclosures of unpublished price sensitive information, as and when made, in a universal and uniform manner through forums like widely circulated media and / or through stock exchanges where its equity shares are listed. Selective disclosure of unpublished price sensitive information is to be avoided.
- 2.3 Following official of the Company and the Chief Investor Relations Officer of the Company will only deal with dissemination of information and disclosure of unpublished price sensitive information:
 - a) The Chairman of the Board of Directors;
 - b) The Chief Executive Officer/Whole-time Director;
 - c) The Chief Financial Officer

- d) Other people who have been authorized or requested by any of the foregoing persons to speak to securities professionals and investors on behalf of the Company.
- 2.4 To promptly disseminate unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise if at all, to make such information generally available.
- 2.5 To provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
- 2.6 The authorized officials as above shall ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
- 2.7 To follow best practices to make transcripts of records of proceedings of meetings with analyst and other investor relation conferences and publish proceedings of meetings with analysts and of other investor relations conferences on its official website “www.jindalpoly.com” to ensure official confirmation and documentation of disclosures made therein.
- 2.8 To handle all unpublished price sensitive information on a need-to-know basis only.

3. Board Power and disclosure of the Code:

The decision of the Board of Directors of the Company with regard to any or all matters relating to this code shall be final and binding on all concerned. This code and every subsequent amendment thereto shall be published in the official website of the Company and shall be promptly intimated to the Stock Exchanges where the securities are listed.