



**LARSEN & TOUBRO**

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**Code of Practices  
and Procedures for  
Fair Disclosure of  
Unpublished Price  
Sensitive Information**

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November 03, 2020

# LARSEN & TOUBRO LIMITED

## CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[As envisaged under SEBI (Prohibition of Insider Trading) Regulations, 2015 read with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 ('SEBI Regulations')]

### Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Company will adhere to the followings so as to ensure timely and adequate disclosure of Unpublished Price Sensitive Information with respect to it or its securities which is likely to affect price of the securities:

1. The Company will make, prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
2. The Company will make, uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company has defined the 'legitimate purposes' as part of its internal Code of Conduct (approved by the Board of Directors) under the SEBI Regulations. '**Legitimate Purposes**' would include information shared for the purposes mentioned hereunder:
  - a. Sharing of information in the ordinary course of business with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants on a need to know basis.
  - b. Sharing of information for execution of specific projects
  - c. Sharing of Information in accordance with the Company's communication and disclosure policy
  - d. Sharing of Information for market sounding purposes through intermediaries / fiduciaries to obtain feedback from potential or existing investors about a transaction involving the Company
  - e. Sharing of Information for any other genuine or reasonable purpose as may be determined by the CISO
4. Mr. P. Ramakrishnan, Executive Vice President – Corporate Accounts, Taxation and Investor Relations is the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
5. The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available, as it deems fit.
6. The Company will provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
7. The Company will ensure that information shared with analysts and research personnel is not unpublished price sensitive information.

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8. The Company will make transcripts or records of proceedings of meetings with analysts and other investor relations conferences related to quarterly and annual financial results, on the website of the company to ensure official confirmation and documentation of disclosures made.
9. The Company will handle all unpublished price sensitive information on a need-to-know basis.

The amendment to the Code was duly approved by the Board in the meeting held on 25/03/2019 and the same shall be deemed to have come into force from 1<sup>st</sup> April 2019.

(Updated on November 03, 2020)