



October 03, 2026

To,

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Code: 544917

Symbol: KARAMTARA

Sub: Intimation pursuant to Regulations 8(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“SEBI PIT Regulations”)

Dear Sir/Madam,

Pursuant to Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended (“SEBI PIT Regulations”), please find enclosed herewith the “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (“Code”) approved and adopted by the Board of Directors of the Company under Regulation 8(1) of the SEBI PIT Regulations.

The above intimation is also available on the website of the Company at www.karamtara.com and on the website of BSE Limited and National Stock Exchange of India Limited.

You are requested to kindly take the above information on record.

Thanking you,

For Karamtara Engineering Limited

(Formerly known as Karamtara Engineering Pvt. Ltd.)

**MANOJ KUMAR
SRIVASTAVA**

Digitally signed by MANOJ
KUMAR SRIVASTAVA
Date: 2026.10.03 18:35:11
+05'30'

Manoj Kumar Srivastava

Vice President - Legal

Company Secretary & Compliance Officer

FCS-7460

Karamtara Engineering Ltd.

(Formerly known as Karamtara Engineering Pvt. Ltd.)

Registered Office: 705, Morya Landmark II, New Link Road, Andheri (West), Mumbai - 400053, India

Corporate Office: 902, 9th Floor, Ascent, Sudam Kalu Ahire Marg, Worli, Mumbai – 400030, India

Tel: +91-22- 40710000 Email - info@karamtara.com

CIN - U45207MH1996PLC099333

www.karamtara.com

KARAMTARA ENGINEERING LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

1. Purpose and Scope

This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (“**Policy**”) of Karamtara Engineering Limited (“**Company**” or “**KEL**”) has been adopted pursuant to the provisions of regulations 3(2A) and 8(1) read with Schedule A of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“**PIT Regulations**”), as amended from time to time, and has been approved by the board of directors of the Company (“**Board**”).

This Policy seeks to put in place a framework to: (a) preserve confidentiality of Unpublished Price Sensitive Information (“**UPSI**”) (*as defined below*) and to prevent its misuse; and (b) facilitate fair disclosure of all UPSI (*as defined below*) on a non-discriminatory basis in order to enable fair price discovery of the securities of the Company.

2. Terms & Definitions

“**UPSI**” means any information, relating to the Company or its securities, direct or indirect, that is not generally available, which upon becoming generally available, is likely to materially affect the market price of the securities of the Company, and UPSI shall ordinarily include, but not be restricted to, information relating to the following: (i) financial results; (ii) dividends; (iii) changes in capital structure; (iv) mergers/demergers/acquisition/delisting/disposal/business expansion and such other transactions; (v) changes in key managerial personnel; and (vi) any such information which is appropriately labeled as unpublished price sensitive information by the CIRO.

“**Chief Investor Relation Officer**” or “**CIRO**” means the company secretary who has been designated by the Board from time to time to deal with dissemination and disclosure of UPSI.

“**Insider Trading Code**” means the code of conduct of the Company formulated pursuant to Regulation 9 of the PIT Regulations, for the purpose of regulating, monitoring and reporting trading by the Company’s designated persons and immediate relatives of designated persons, and for ensuring compliance with the PIT Regulations.

3. Prevention of Leakage of UPSI

The employees and/or directors of the Company and its subsidiaries shall:

- (a) not discuss or disclose UPSI in public places where such UPSI may be overheard, or participate in, host or link to any internet chat rooms, online social networking sites, newsgroups, discussions, articles, presentations, or bulletin boards which discuss matters that may be classified as UPSI;
- (b) not carry, read or discard UPSI in an exposed manner in public places;
- (c) not discuss or share UPSI with any other persons, except as required in furtherance of legitimate purposes or performance of duties or discharge of legal obligations and in such case shared only in a manner meeting the requirements outlined below; and

- (d) ensure, to the extent possible, that UPSI that is authorized to be shared is shared either by an email (addressed directly to the insider) or hard copy (with an acknowledgement from the recipient) or any other secure electronic mode (capable of identifying the recipient).

4. Sharing of UPSI for Legitimate Purpose(s)

- 4.1 UPSI can be shared only on a 'need-to-know basis' and for furtherance of legitimate purposes, or performance of duties, or discharge of legal obligations, and after taking consent of the CISO and confirming that the personal details of the recipient of the UPSI has been entered in the SDD (as defined below). The term "legitimate purpose" shall include sharing of UPSI in the ordinary course of business in order to perform duty, if required, by an insider with promoters and their affiliates, partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants etc. or sharing of UPSI for any other purpose as may be prescribed under any applicable law for the time being in force, as may be amended from time to time, provided that such sharing has not been carried out to evade or circumvent the prohibitions under the PIT Regulations.
- 4.2 In the following cases, which are illustrative in nature, sharing of UPSI would be considered a legitimate purpose:
 - (a) Sharing of UPSI in the ordinary course of business with existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions under the PIT Regulations;
 - (b) Sharing of UPSI pursuant to any investigation, inquiry or request for information by statutory or governmental authorities or any other administrative or judicial body or arbitral tribunal;
 - (c) Sharing of UPSI during any proceedings before any statutory or governmental authorities or any other administrative or judicial body or arbitral tribunal;
 - (d) Sharing of UPSI for compliance with applicable laws, regulations and rules;
 - (e) Sharing of UPSI out of business requirements including for the purposes of promoting the business and strategies of business;
 - (f) Sharing of UPSI with persons engaged or involved in the processes leading to disclosure of events set out in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (g) Sharing of UPSI for any other purpose as may be prescribed under the PIT Regulations, as amended from time to time.
- 4.3 In addition to the above, the Company acknowledges and accepts that the Company, its subsidiaries and other associate companies (collectively, "**Company Group**") benefit from the oversight and strategic advice provided by the KEL Shareholder (*as defined in the Articles of Association of the Company*) and/ or its Affiliates (*as defined in the Articles of Association of the Company*) and that the KEL Shareholder and/ or its Affiliates may also require certain information from the Company Group in furtherance of legitimate purposes, performance of duties and/or discharge of legal obligations. The Company shall furnish to the KEL Shareholder and/ or its Affiliates the following information on a need to know basis from time to time, in accordance with the PIT Regulations:

- (a) information that may be necessary in connection with any financial or other support that may be required from the KEL Shareholder and/or its Affiliates;
 - (b) information that may be required for entering into any transaction with the KEL Shareholder and/ or its Affiliates including for availing any goods or services from the KEL Shareholder and/ or its Affiliates or providing any goods or services to the KEL Shareholder and/ or its Affiliates;
 - (c) information that may be required by the KEL Shareholder and/ or its Affiliates: (x) for preparation of their respective tax filings, consolidated accounts or financial statements; or (y) to comply with any other regulatory, legal or statutory requirements to which the KEL Shareholder and/or its Affiliates are subject, including requirements of applicable stock exchanges in which securities of the KEL Shareholder and/ or any its Affiliates are listed and SOX compliance;
 - (d) information that may be required to be shared with the KEL Shareholder and/or its Affiliates in connection with any advice or consultation that may be required;
 - (e) such other information as may be permitted to be shared by the Company in accordance with the paragraph 4.1 and 4.2 above; and
 - (f) such other information as may be reasonably requested by the KEL Shareholder and/or its Affiliates from the Company.
- 4.4 Subject to applicable law, the Company shall undertake audits either by itself or through any advisor, consultant or other person engaged by it, as and if required by the KEL Shareholder and/ or its Affiliates in connection with any regulatory, legal or statutory requirements and provide copies of the report of such audits to the KEL Shareholder and/or its Affiliates.
- 4.5 Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an “insider” for the purposes of the Policy and the Insider Trading Code and due notice shall be given to such persons to maintain confidentiality of such UPSI in accordance with this Policy, the Insider Trading Code and the PIT Regulations.

5. Structured Digital Database

- 5.1 The Board shall maintain a structured digital database containing the nature of UPSI, names of the persons who have shared the UPSI, and names of such persons with whom such UPSI has been shared by the Company, along with their PAN (or any other identifier where PAN is not available) (“SDD”). The SDD shall not be outsourced and shall be maintained by the Company with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.
- 5.2 The Board shall ensure that the SDD is preserved for a period of not less than 8 (eight) years after completion of the relevant transactions and in the event of receipt of any information from the Board regarding any investigation or enforcement proceedings, the relevant information in the SDD shall be preserved till the completion of such proceedings.

6. Principles of Fair Disclosure

Save and except as provided herein (including for the avoidance of doubt Clause 4),

- (a) The Company shall make 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.
- (b) The Company shall ensure uniform and universal disclosure of UPSI and avoid selective disclosure.
- (c) The Company shall make prompt dissemination of any UPSI that gets disclosed selectively, inadvertently or otherwise, to make such information generally available.
- (d) The Company shall provide appropriate and fair response to queries on any news reports and requests for verification of market rumors by regulatory authorities. All the requests/ queries received shall be documented.
- (e) The Company shall ensure that any information shared, with analysts and/or research personnel or at any investor relation conference(s), is not UPSI. The Company shall take extreme care and caution when dealing with analysts' questions that raise issues outside the intended scope of discussion.
- (f) The Company shall develop best practices to make available transcripts or records of proceedings, if any, of meetings or concall with analysts or at other investor relations conference(s) on the website of the Company to ensure official confirmation and documentation of disclosures made.
- (g) Any information that may be potentially construed or classified as UPSI would be dealt with only on a 'need to know' basis.

7. Publication of the Policy

The Board shall publish the Policy on the Company's website, and shall promptly intimate the Policy and every amendment thereto to the stock exchanges on which the securities of the Company are listed.

8. Amendment to the Policy

This Policy will be subject to review and revisions as may be deemed necessary by the Board. In the event of any conflict between the terms of this Policy and applicable law (including the PIT Regulations), the provisions of applicable law shall prevail.