

Fedders Electric and Engineering Limited
(Formerly Fedders Lloyd Corporation Limited)

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DISCLOSURE OF UNPUBLISHED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

1. Preamble:-

1.1 This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is formed under Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, which provides for formulation of a “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” for the Board of Directors of the Company.

1.2 This Code shall become applicable with effect from 15th May, 2015.

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 Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

This Code intends to formulate a framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for the Company's securities. So as to ensure fair disclosure of events and occurrences that could impact price discovery in the market, the Board of Directors of the Company shall adhere to the following Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information envisaged in Schedule A of SEBI (Prohibition of Insider Trading) Regulations, 2015.

2.1 It shall be ensured that the unpublished price sensitive information is promptly disseminated to make it generally available, subsequent upon finding that credible and concrete information having the potential of effecting the price of securities of the Company exists or comes into being.

2.2 It shall be ensured that uniform and universal dissemination of unpublished price sensitive information is promptly made to avoid selective disclosures.

2.3 It shall be ensured that any unpublished price sensitive information which gets disclosed selectively or inadvertently, is promptly disseminated through Stock Exchanges and made generally available.

2.4 The Company shall ensure that appropriate and fair responses and replies are promptly provided/given to the news report and any request for verification of market rumors received from regulatory authorities.

2.5 It shall be ensured that no unpublished price sensitive information is shared with analysts and research personnel.

2.6 Best practices shall be followed to ensure the recordings/transcripts of the proceedings of meetings with analysts and other investor relation conferences are disseminated by publishing the same on the website of the Company.

2.7 Unpublished price sensitive information is to be handled on need-to-know basis.

2.8 Mr. Pulkit Bhasin, Company Secretary of the Company has been designated as Chief Investor Relations Officer to deal with dissemination and disclosure of unpublished price sensitive information subject to the approval of Board of Directors and/or Managing Director.