

# JAYASWAL NECO INDUSTRIES LIMITED

CIN : L28920MH1972PLC016154

(FORMERLY JAYASWALS NECO LIMITED)

REGD. OFFICE : F-8, MIDC INDUSTRIAL AREA, HINGNA ROAD, NAGPUR - 440 016 (INDIA)

PHONES : +91-7104-237276, 237471, 2737472, 236251, 325682, 325683, 325684,

FAX : +91-7104-237583, 236255 • E-mail : contact@necoindia.com • Website : www.necoindia.com



29<sup>th</sup> May, 2015.

To,

Asst. Vice President,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E),  
MUMBAI - 400 051.

Dy. General Manager,  
Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
MUMBAI - 400 001.

Dear Sirs,

**Sub:- Outcome of Board Meeting dated 29<sup>th</sup> May, 2015.**

We wish to inform you that the Board of Directors of the Company at its Meeting dated 29<sup>th</sup> May, 2015 has approved and took on records, Audited Financial Results for year ended 31.03.2015 and also inter-alia transacted the following business.

**1. Compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.**

- i. Formulated and adopted "Code for Fair Disclosure of Unpublished Price Sensitive Information" pursuant to regulation 8 of the Regulations. A copy of the code is enclosed here with.
- ii. Formulated and adopted "Code of Conduct to Regulate, Monitor and Report Trading in Securities of the Company" pursuant to regulation 9 of the Regulations.

**2. Appointment of Secretarial Auditors.**

- i. M/s R A Daga & Co., Company Secretaries, Nagpur appointed as the Secretarial Auditor of the Company for the financial year 2015-16.
- ii. M/s Manisha & Associates, Cost Accountants, Nagpur appointed as the Cost Auditors of the Company for the financial year 2015-16.

This is for your information and Records.

Please acknowledge receipt.

Thanking you,

Yours faithfully,

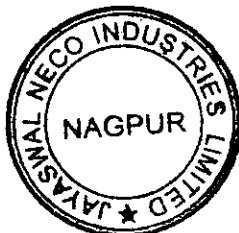
For JAYASWAL NECO INDUSTRIES LIMITED,

ASHUTOSH MISHRA  
COMPANY SECRETARY

Membership No. : A23011

"Sanman Arcade", Flat No.203-06,

Hingna Naka, Nagpur - 440016.



**BRANCH OFFICES :**

"NECO HOUSE" D-307, Defence Colony,  
NEW DELHI - 110 024. (INDIA)  
PHONES : 0 1 1 - 2 4 6 4 1 5 7 9  
FAX NO. : 0 1 1 - 2 4 6 4 2 1 9 0

301, TULSIANI CHAMBERS  
NARIMAN POINT, MUMBAI 400 021 (INDIA)  
PH. : (022) 2282-0967, (022) 2282-3273  
(022) : 22832381 FAX : (022) 22832367

TRUST HOUSE, 5th FLOOR,  
32-A, CHITTARANJAN AVENUE,  
KOLKATA - 700012 INDIA FAX : 033-22122560  
PHONES: 033-22122368, 22120502

178-A, LIGHT INDUSTRIAL AREA,  
BHILAI - 490026 CHHATISGARH, INDIA  
PHONES : 0788-2381858, 2381859, 60, 61, 62  
F A X : 0 7 8 8 - 2 2 8 6 6 7 9

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## JAYASWAL NECO INDUSTRIES LIMITED

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

This Code has been formulated by Jayaswal Neco Industries Limited in pursuance of Regulation 8 (1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("Regulations"). The Code is effective from 15<sup>th</sup> May, 2015.

#### Definitions

**I. "Chief Investor Relations Officer"** means the Company Secretary & Compliance Officer or any other officer of the Company designated by the Board of Directors of the Company.

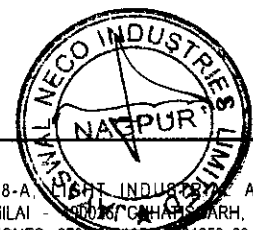
**II. "Generally Available Information"** means information that is accessible to the public on a non-discriminatory basis.

**III. "Unpublished price sensitive information" ("UPSII")** 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, delisting, disposals and expansion of business and such other transactions;
- v. change in key managerial personnel; and
- vi. material events in accordance with the listing agreement.

The Company shall adhere to the following practices and procedures to ensure timely and adequate disclosure and proper handling of unpublished price sensitive information which is likely to affect price of the securities:

1. The Company shall ensure 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.



#### BRANCH OFFICES :

"NECO HOUSE" D-307, Defence Colony,  
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BHILAI - 490 016, CHHATTISGARH, INDIA  
PHONES : 0788-2381859, 60, 61, 62  
FAX : 0788-2286679

2. The Company shall ensure uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

3. The Company Secretary & Compliance Officer of the Company shall act as the Chief Investor Relations officer to deal with dissemination of information and disclosures of unpublished price sensitive information.

4. The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

5. The Company shall render appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

6. The Company shall ensure that information shared with analysts and research personnel is not unpublished price sensitive information.

7. The Company shall develop and pursue the 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.

8. The company shall ensure effective handle of all unpublished price sensitive information on a need-to-know basis.

The code may be suitably amended or modified by the Board of Directors of the Company from time to time to ensure fair disclosure and proper handling of unpublished price sensitive information.

Pursuant to the provisions of Regulation 8 (1) and (2) of the said Regulations this Code shall be published on the official website of the Company and shall be intimated to the Stock Exchange where the securities of the Company are listed.

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For Jayaswal Neco Industries Limited

Ashutosh Mishra  
Company Secretary

