

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Objective

In India, regulatory framework as laid down under the SEBI (Prohibition of Insider Trading) Regulations, 2015 requires the companies to put in place policy framework for ensuring fair disclosure of events and occurrence that could impact price of the company's shares in the market.

Accordingly, the Board of Directors of Gillette India Limited ("Company") have adopted the following written policies and framework for ensuring compliance with the said provision.

Chief Investor Relations Officer ("CIRO")

Mr. John Chevalier shall act as the Chief Investor Relations Officer ("CIRO") of the Company to deal with dissemination of information and disclosure of UPSI and compliance with this code.

Code of Practice and Procedure

1. Prompt public disclosure of unpublished price sensitive information ("UPSI") shall be made, as soon as, credible and concrete information comes into being in order to make such information generally available.
*(Explanation:
UPSI shall mean as defined in clause ix of definitions of the Company's Code of Conduct under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015)*
2. Disclosure of UPSI shall be in a uniform and universal manner and shall not be on selective basis.
3. UPSI that gets disclosed selectively, inadvertently or otherwise shall be promptly disseminated to make such information generally available.
4. Appropriate and fair response should be made to queries on news reports and requests for verification of market rumours by regulatory authorities.
5. Information shared with analysts and research personnel should not be UPSI;
6. Proceedings of meetings with analysts and other investor relations conferences shall be recorded in writing and shall be promptly disseminated on the official website of the Company.
7. UPSI shall be handled on a need-to-know basis in accordance with the Company's Code of Conduct under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

Policy for determination of Legitimate Purposes as required under SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 is enclosed as Annexure A to this Policy and forms part of this Policy.

Annexure A

Policy for determination of Legitimate Purposes

This Policy is made in accordance with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and forms part of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

Legitimate Purposes

“Legitimate purpose” shall include sharing of UPSI in the ordinary course of business on a need to know basis, by an insider with Designated Persons, 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 of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

Code of conduct for sharing UPSI for Legitimate Purpose

UPSI shall be shared with any person (whether Designated Person or not) only for Legitimate Purposes.

Any person in receipt of UPSI pursuant to a Legitimate Purpose shall be considered an "Insider" for purposes of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Compliance Officer shall give notice to such person to make such person aware of the responsibility of dealing with the UPSI with utmost care, keeping the information confidential and to not trade in shares of the Company either themselves or through any other source, on the basis of such information.

The Compliance Officer shall maintain a database of persons with whom UPSI is shared with name, designation, PAN (or other identity number in case PAN is not applicable) and date of sharing UPSI, till the time the information is made public. Such database shall be electronically signed / digitally stored in order to ensure non-tampering.