NATURA HUE CHEM LIMITED

CODE OF CONDUCT FOR REGULATING, MONITORING AND REPORTING TRADING BY INSIDERS AND CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UPSI

Pursuant to Regulations 8, 9 and 9A of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

Effective Date: 12.08.2026
Approved by the Board of Directors on: 12.08.2026

PART A – CODE OF CONDUCT FOR REGULATING, MONITORING AND REPORTING TRADING

1. OBJECTIVE

- prevent insider trading;
- regulate, monitor and report trading by Designated Persons and their Immediate Relatives;
- protect UPSI on a need-to-know basis;
- operate Trading Window and pre-clearance controls;
- prescribe disclosure and reporting requirements;
- address actual or suspected UPSI leaks; and
- maintain internal controls and SDD.

2. DESIGNATED PERSONS

The Board, in consultation with the Compliance Officer, shall specify Designated Persons based on role, function, seniority and access to UPSI in accordance with Regulation 9(4).

For the Company's present organisational structure, Designated Persons shall include, to the extent applicable:

- all promoters of the Company;
- all Directors of the Company;
- all KMPs and the Compliance Officer;
- the Chief Executive Officer and employees up to two levels below the CEO, irrespective of functional role or access to UPSI, where applicable;
- employees designated based on functional role or access to UPSI;
- support staff, including secretarial/IT or other support personnel, who have access to UPSI; and
- such other persons as are required to be designated under Regulation 9(4) or identified by the Board in consultation with the Compliance Officer.

Members of the promoter group other than promoters shall be designated where they have access to UPSI, in accordance with SEBI guidance. Immediate Relatives of Designated Persons are subject to applicable restrictions and obligations.

3. DEFINITIONS

Terms including “Designated Person”, “Immediate Relative”, “Insider”, “UPSI”, “Trading”, “Trading Day”, “Generally Available Information” and “Compliance Officer” shall have the meanings assigned under the PIT Regulations.

4. COMPLIANCE OFFICER

- administer this Code;
- monitor trading by Designated Persons and Immediate Relatives;
- administer Trading Window and pre-clearance;
- maintain disclosures and records;
- maintain the Structured Digital Database;
- ensure proper handling and preservation of UPSI;
- coordinate regulatory reporting;
- investigate/coordinate investigation of leaks; and
- report compliance status to the Board at least annually and as otherwise required.

5. UPSI – IDENTIFICATION AND HANDLING

UPSI shall be identified and handled strictly on a need-to-know basis. It shall be shared only for legitimate purposes, performance of duties or discharge of legal obligations. Recipients shall be informed of confidentiality obligations and appropriate confidentiality undertakings/notices shall be used where required.

6. LEGITIMATE PURPOSE

Legitimate Purpose may include necessary business sharing with lenders, auditors, legal/professional advisers, consultants, merchant bankers, insolvency professionals, bankers, financial advisers, business partners, customers, suppliers or other persons where genuinely required for business purposes, subject to confidentiality and SDD requirements.

7. STRUCTURED DIGITAL DATABASE

The Company shall maintain an internal Structured Digital Database in accordance with Regulations 3(5) and 3(6), containing the prescribed details of UPSI and persons/entities with whom UPSI is shared, with PAN or other authorised identifier where applicable, time stamping, audit trails and adequate controls against tampering. The SDD shall be maintained for at least eight years after completion of the relevant transactions, and longer where required in connection with SEBI investigation/enforcement.

8. PROHIBITION ON TRADING

No Insider shall trade while in possession of UPSI or communicate/procure UPSI except for legitimate purpose, performance of duties or discharge of legal obligations. The prohibition is based on possession of UPSI.

9. TRADING WINDOW

A notional Trading Window shall be used. The Compliance Officer shall close it when Designated Persons can reasonably be expected to possess UPSI. Designated Persons and Immediate Relatives shall not trade when the Trading Window is closed.

The Trading Window shall remain closed from the end of every quarter until 48 hours after declaration of financial results, and may be closed for other UPSI events.

10. PRE-CLEARANCE

When the Trading Window is open, Designated Persons shall obtain pre-clearance from the Compliance Officer before trades exceeding ₹10,00,000 in aggregate value in a calendar quarter, or such other threshold as the Board may prescribe. No pre-clearance shall be granted where the applicant is in possession of UPSI.

An approved trade shall be executed within seven Trading Days unless otherwise permitted by applicable law; otherwise, fresh pre-clearance shall be obtained.

11. CONTRA TRADE

Designated Persons and their Immediate Relatives shall not execute a contra trade within six months from the earlier trade, subject to statutory exceptions and relaxation permitted by the Compliance Officer for reasons recorded in writing and in accordance with the PIT Regulations. Any prohibited gains shall be dealt with as required by law.

12. TRADING PLANS

An Insider may formulate a Trading Plan in accordance with Regulation 5. The Plan shall comply with applicable statutory requirements, including the prescribed waiting period, parameters, approval/public disclosure and stock exchange notification requirements.

13. DISCLOSURES

Designated Persons, promoters and other persons shall make disclosures required under the PIT Regulations. The Compliance Officer shall ensure applicable disclosures are maintained and filed within statutory timelines.

14. LEAK / SUSPECTED LEAK

Any person aware of an actual or suspected leak shall immediately report it to the Compliance Officer. The Company shall record the report, preserve evidence, assess the matter, investigate and make regulatory disclosures where required. No person shall be retaliated against merely for making a genuine report.

15. INTERNAL CONTROLS

- identification of UPSI and persons with access;
- restrictions on communication/procurement;
- confidentiality arrangements;
- SDD maintenance;
- Trading Window controls;
- pre-clearance and disclosure controls; and
- procedures for inquiry into leaks.

PART B – CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE

16. FAIR DISCLOSURE

- prompt public disclosure of UPSI as soon as credible and concrete information arises;
- uniform and universal dissemination;
- prompt correction of selective/inadvertent disclosure;
- designation of a senior officer as Chief Investor Relations Officer (“CIRO”);
- appropriate records of investor/analyst interactions; and
- no selective disclosure of UPSI to analysts, investors or other market participants.

17. CIRO

The Compliance Officer/Company Secretary shall act as CIRO unless another senior officer is designated by the Board. The CIRO shall coordinate dissemination and disclosure of UPSI, regulatory filings and appropriate investor/analyst communications.

18. MARKET RUMOURS AND MEDIA

The Company shall comply with applicable Regulation 30 requirements relating to market rumours. Only authorised persons shall communicate with media on matters containing UPSI or material information.

PART C – GENERAL

19. RECORD KEEPING

The Company shall maintain records of disclosures, pre-clearance applications, approvals/rejections, Trading Window closures, trades, SDD, UPSI sharing, leak inquiries and other records required by law.

20. PENALTY / DISCIPLINARY ACTION

Violations shall be dealt with under the PIT Regulations and applicable law. The Company may take disciplinary action in accordance with applicable employment terms and law and make regulatory reports where required.

21. AMENDMENT AND PREVAILING LAW

The Board may amend this Code to reflect amendments to the PIT Regulations, SEBI circulars, guidance, exchange requirements or other applicable law. In case of conflict, applicable law shall prevail.

22. PUBLICATION

This Code and amendments shall be made available on the Company's website and intimated to the stock exchange(s) wherever required.

23. EFFECTIVE DATE

This Code shall come into force from 12.08.2026 and supersedes earlier insider-trading/fair-disclosure codes to the extent they deal with the matters covered by this Code.

For Natura Hue Chem Limited

Sd/-
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(Managing Director)
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