

Jamnagar Utilities & Power Private Limited

CIN: U40100GJ1991PTC051130

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

February 12, 2026

Dear Sirs,

Sub: Disclosure under Regulation 8(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

This has reference to the following Debentures of the Company listed on the Wholesale Debt Market Segment of BSE Limited:

- 40,000 – 6.40% Secured Redeemable Non-Convertible Debentures – PPD 6 (JUPPL-6.40%-29-9-26-PVT) – ISIN: INE936D07174;
- 3,35,000 – 7.90% Secured Redeemable Non-Convertible Debentures – PPD 7 (JUPPL-7.90%-10-8-28-PVT) – ISIN: INE936D07182; and
- 2,00,000 - 7.43% Secured Redeemable Non-Convertible Debentures – PPD 8 (JUPPL-7.43%-24-10-34-PVT) – ISIN: INE936D07190.

Copy of “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” of the Company, is attached.

Please take the same on record.

Thanking you,

Yours faithfully,
For **Jamnagar Utilities & Power Private Limited**

Vijay Agarwal
Company Secretary

Jamnagar Utilities & Power Private Limited

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CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Jamnagar Utilities & Power Private Limited

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1. Introduction:

- 1.1. The Securities and Exchange Board of India (“SEBI”) notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“Regulations”) on January 15, 2015.
- 1.2. Pursuant to Regulation 8(1) of the Regulations, Jamnagar Utilities & Power Private Limited (JUPL) is required to formulate a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (“Fair Disclosure Code”).
- 1.3. SEBI had amended the SEBI (Prohibition of Insider Trading) Regulations, 2015 on December 31, 2018 to be effective from April 1, 2019.
- 1.4. The Board of Directors of JUPL had formulated the Fair Disclosure Code and approved the same at its meeting held on May 29, 2019. The Fair Disclosure Code was amended by the Board of Directors of JUPL at its meeting held on February 12, 2026.
- 1.5. JUPL endeavours to preserve the confidentiality of unpublished price sensitive information (UPSI) and to prevent its misuse. To achieve these objectives and in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, JUPL has adopted this Fair Disclosure Code.
- 1.6. This Code ensures timely and adequate disclosure of UPSI which would impact the price of its debt securities and to maintain uniformity, transparency and fairness in dealing with all its stakeholders.

2. Terms and Definitions:

Words and expressions used but not defined in this Code shall have the same meaning assigned to them in the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and the rules and regulations made thereunder, as the case may be or in any amendment thereto.

3. Principles of Fair Disclosure of UPSI:

In order to adhere to the principles as mentioned in Schedule A to the SEBI (Prohibition of Insider Trading) Regulations, 2015, JUPL shall:

- 3.1. Promptly disclose publicly any UPSI that would impact price discovery no sooner than credible and concrete information comes into being so that such information is generally available.
- 3.2. Uniformly and universally disseminate in a timely manner UPSI to avoid selective disclosure by communicating the same to the stock exchange and disclosing the same on its website.
- 3.3. Put on Company’s website quarterly and annual financial results for reference of the general public.
- 3.4. Promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

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3.5. Ensure that appropriate and fair response is provided to queries on news reports and requests for verification of market rumors by regulatory authorities such as stock exchanges, etc.

(Note: The Company shall not comment on every market rumour unless it is required to do so in terms of the SEBI Regulations.)

3.6. Handle all price sensitive information on a need-to-know basis by creating suitable safeguards to avoid UPSI becoming available to any person who is not required to have access to such information. UPSI, may however be disclosed to persons who need such information for furtherance of legitimate purposes, performance of duties or discharge of legal obligations in relation to the Company.

The “Policy for determination of legitimate purposes” is as below:

- a) UPSI can be shared only on a need-to-know basis and for legitimate purposes and not to evade or circumvent the prohibitions of the SEBI (Prohibition of Insider Trading) Regulations, 2015.
- b) UPSI can be shared in the ordinary course of business only if the same is necessary to be shared in order to complete any task / activity / deal including any other assignment for furtherance of the business interests of the Company.
- c) Subject to conditions prescribed in (a) and (b) above, UPSI can be shared with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, credit rating agencies, insolvency professionals or other advisors or consultants etc. in respect of proposed assignment or in order to avail professional services from them or other business purposes, as the case may be. UPSI can also be shared in case same is mandatory for performance of duties or discharge of legal obligations.

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 Chief Financial Officer (CFO) of the Company will deal with dissemination of information and disclosure of UPSI. The CFO may be contacted by e-mail at: cfo@jupl.co.in. The CFO shall be responsible for compliance of this Fair Disclosure Code.

Employees of the Company shall not respond under any circumstances to enquiries from the stock exchanges, the media or others unless authorized to do so by the CFO of the Company.

4 Amendments to the Fair Disclosure Code:

The Fair Disclosure Code is subject to review by the Board of Directors as and when deemed necessary.

Any subsequent amendment/modification in the SEBI Regulations impacting the provisions of this Fair Disclosure Code shall automatically apply and the relevant provision(s) of this Fair Disclosure Code shall stand modified and / or amended to that extent, even if not incorporated herein.