



GSK Consumer Healthcare Pakistan Limited

Investor Relations and Disclosure Policy

BACKGROUND:

GlaxoSmithKline Consumer Healthcare Pakistan Limited (the '**Company**') is committed to conduct its business in a transparent, and fair manner all in accordance with applicable laws. This Investor Relations and Disclosure Policy ('**Policy**') is based on the requirements of the Pakistan Stock Exchange Regulations and is aligned with the Companies Act, 2017 (as amended from time to time).

The Company strives to follow the highest standards of corporate governance, transparency and disclosures at all times. The Company's Corporate Secretarial team promotes dialogue with its shareholders and investors in line with GSK [Values and Expectations](#). Our commitment to open communication ensures accountability and transparency to our external audiences and plays an important role in our success.

OBJECTIVE

The objective of this Policy is two-fold: firstly, to ensure proper disclosure and reporting to the Pakistan Stock Exchange ('**PSX**') of all the events within stipulated or reasonable timelines which will have bearing on the performance and operations of the Company as well as price sensitive information having an impact on the share price of the Company. Secondly, to ensure that shareholder / investor grievances are resolved efficiently within the shortest lead time.

DISCLOSURE OF MATERIAL INFORMATION

The Company discloses material information as appropriate in a transparent and timely manner, in compliance with the Pakistan Stock Exchange (PSX) Regulations, Rule Book, Exchange Manual and all other relevant laws and regulations.

The PSX Rule Book definition of '**Material Information**' (including but not necessarily limited to "*all decisions of its Board of Directors relating to cash dividend, bonus issue, right issue or any other entitlement or corporate action, change of management, significant change in its financial condition, sphere of activity and current and expected business performance or any other price-sensitive non-public information which if made public would likely cause a substantial change in the market price of the Company's equity securities*") is used for reference for disclosure.

DISCLOSURE OF PRICE SENSITIVE INFORMATION

The Company shall immediately disseminate all price-sensitive information relating to the business and other affairs that may affect the market price of its shares in the prescribed manner prior to its release to any other person or print / electronic media and as soon as any decision about above referred matters or any other significant issue is taken by the board or a significant matter requiring disclosure has come into the knowledge of the company's management

The PSX Rule Book definition of '**price-sensitive information**' is used as a reference: "*The price-sensitive information may include but shall not be limited to: (i) any material change in the nature of business of the company due to technical, strategic, manufacturing, or marketing related changes, opening of new line of business or closure of any existing line of business, either partly or fully; (ii) information regarding any joint ventures, merger, demerger, restructuring, acquisition or any material contract entered into or lost; (iii) all decisions of the Board of Directors of the company relating to cash dividend, bonus issue, right issue or*

any other entitlement or corporate action, buy back of securities or voluntary delisting; Provided that the intimation of dividend and of all other entitlements shall be sent to the Exchange not later than fourteen (14) days prior to commencement of the book closure. (iv) purchase or sale of significant assets, franchise, brand name, goodwill, royalty, financial plan, etc.; (v) any undisclosed revaluation of assets including impairment of assets due to any reason; (vi) delay or loss of production due to strike, fire, natural calamities, major breakdown, etc.; (vii) a major change in borrowings including projected gains to accrue to the company; (viii) issue or redemption of securities or any change in the terms of issued securities; (ix) material change in ownership of the company; (x) any default in repayment, rescheduling or restructuring of loans or breach of loan agreement by the company; (xi) default, delay, rescheduling or restructuring in payment of markup, profit, interest or rent etc., as the case may be and in redemption of principal amount in respect of Debt Securities issued by a Listed Company along with reasons thereof; (xii) change in directors, Chairman, CEO or auditors of the company; (xiii) fraud/default by the company or fraud/default/arrest of its directors, CEO or executives; (xiv) initiation of winding up proceedings against the company or any of its associated/subsidiary company; (xv) non-renewal of license by the Commission or any other relevant licensing authority along with reason(s) of the non-renewal; and (xvi) any other information that is deemed price sensitive information.”

DISCLOSURE OF INTEREST BY RELEVANT PERSONS HOLDING THE COMPANY’S SHARES:

Where any director, CEO, substantial shareholder or executive of the Company or their spouses sell, buy or take any beneficial position, whether directly or indirectly, in the shares of the Company of which he/she is a director, CEO, substantial shareholder or executive, as the case may be, he/she shall immediately notify in writing to the Company Secretary of the Company.

Such director, CEO, substantial shareholder or executive, as the case may be, shall also deliver a written record of the price, number of shares, form of share certificates, (i.e., whether physical or electronic into Central Depository System), and nature of transaction to the Company Secretary within two (2) days of effecting the transaction.

The Company Secretary of the Company shall immediately forward the same to PSX for its dissemination. The notice of the director, CEO, substantial shareholder or executive, as the case may be, shall also be presented by the Company Secretary of the Company at the meeting of the board of directors immediately subsequent to such transaction.

In the event of default by a director, CEO or executive to give a written notice or deliver a written record, the Company Secretary of the Company shall place the matter before the board of directors in the immediate meeting thereafter.

The Company, shall determine a closed period prior to the announcement of interim/final results and any business decision, which may materially affect the market price of its shares. The Company shall within the prescribed time limit also notify every director, CEO or executive not to directly or indirectly, deal in the shares of the listed company in any manner during the closed period.

DISCLOSURE OF SIGNIFICANT RELATED PARTY TRANSACTIONS

The Company shall disseminate PSX information about the Related Party Transaction(s) which, individually or taken together with previous transactions with a Related Party during a financial year, is of a value equal to or more than 10% of total assets or annual total turnover as per last year’s audited financial statements of the Company, immediately upon entering into such transaction. This shall not be applicable to any transactions entered into by the Company in its ordinary course of business on an arm’s length basis as specified in terms of section 208 of the Companies Act, 2017 and regulation made thereunder

The information to be disseminated shall include but not be limited to the following: (i) Name of Related Party; (ii) Nature of transaction; (iii) Amount of transaction; (iv) Names of the interested person(s) and their nature of interest in the transaction/ related party; (v) The interested persons' direct and indirect shareholding in the Company; (vi) Details, description, terms and conditions of transaction; and (vii) The rationale for and benefit to the Company of such transaction.

VOLUNTARY DISCLOSURE

The Company also discloses general corporate information other than Material Information, when it is deemed to have a material impact on the investment decisions of our shareholders and investors, as rapidly and transparently as possible.

DISCLOSURE METHODS

To ensure our fair disclosure to shareholders and investors, Material Information is disclosed via the methods stipulated by PSX and/or SECP under relevant laws and regulations. Further, all such information is promptly posted on our corporate website as well where required under the applicable law.

Information falling outside the scope of Material Information is disclosed via news releases, press conferences, corporate briefing sessions and /or is posted on our Company's [website](#).

CONFIDENTIAL AND PRIVILEGED INFORMATION

The Company reserves the right not to respond to enquiries regarding certain information related to competitiveness or any other confidential and/or privileged information that the Company has a duty to protect.

FORWARD-LOOKING STATEMENTS

In its disclosures, the Company may make forward-looking statements that reflect the Management's views with respect to future plans, strategy, and financial performance. Such statements are based on information available at the time of disclosure and are subject to various risks and uncertainties. To ensure that investors are aware of these risks, the Company's disclosures are accompanied by cautionary statements.

COMPREHENSIVE COMMUNICATION

In addition to our earnings announcements and postings on our public [website](#), the Company strives to maximize shareholders' and investors' awareness of our business environment and management strategies through meetings, corporate briefing sessions, and other such opportunities for communication.

INCORPORATION OF FEEDBACK THROUGH DIALOGUE

Feedback and opinions received from shareholders and investors is shared with the Board of Directors and incorporated into our planning for a sustainable level of business growth and enhancement of corporate value.

ANALYST REPORTS

The Company will not evaluate or comment on any analyst reports concerning the Company. However, if a report contains factual errors relating to past events, those errors may be pointed out.

MARKET RUMORS OR REPORTS CONTAINING SENSITIVE INFORMATION

The Company shall confirm or deny information and provide clarification to PSX when it becomes aware or is made aware of any rumor or report containing sensitive information, which is likely to affect the market price of its listed securities or trading volume in any form whatsoever and howsoever including but not limited to the following: (i) broadcasted/ presented through the electronic media; and not limited to an (ii) article/news or otherwise; and (iii) published in a newspaper, newswire, magazine, or any other publication, within one (1) day of such publication / broadcast.

INVESTORS GRIEVANCES

The Company is committed to effectively address and redress the grievances of its shareholders and investors in a timely manner. It is of paramount consideration to the Corporate Secretarial team of the Company to ensure equitable treatment of its shareholders and investors and to ensure that any complaints are tended to expeditiously, politely and transparently.

To aid this objective, the Company has appointed CDC Share Registrar Services (“**Registrar**”) as its share registrar and it has a dedicated Shares Department in place to effectively resolve shareholder queries and to provide a faster and efficient provision of services to its shareholders and investors.

Shareholders / investors can lodge a complaint for non-receipt of any right available to them or failure of the Registrar / Company to comply with any statutory obligation by giving details of their name, folio no., nature and full particulars of their complaint directly to the Registrar.

Shareholder / Investors are requested to furnish all the requisite information along with duly executed documents at the earliest to avoid any delay in redressal of their complaints. In case of non-satisfactory response from the Registrar or even alternatively, shareholders / investors can also lodge their complaints through the Company’s designated email address for investor grievances chc.shareinfo@gsk.com. The designated email address is also displayed on the Company’s [website](#). Alternatively, shareholders / investors post their complaints at the [registered office](#) of the Company. The Company aims to respond to shareholders’ complaints / queries within two (2) working days of receipt.

In case a complaint has not been properly redressed by the Company or the Registrar, shareholders / investors may lodge their complaints with the [Securities and Exchange Commission of Pakistan](#) (the “**SECP**”). However, SECP only entertains those complaints which were at first directly requested to be redressed by the Company and the Company has failed to redress the same.

Approved by the BoD on 5 March 2021 in the 19th Board of Directors’ Meeting Q4-2020.