

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UNPUBLISHED PRICE SENSITIVE INFORMATION**

*[Pursuant to Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015]*

## **INTRODUCTION**

This Code has been formulated in accordance with Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (SEBI PIT Regulations)

This Code aims to facilitate timely, accurate, and adequate disclosure of Unpublished Price Sensitive Information (“**UPSI**”) to the stakeholders, thereby enabling them to make informed investment decisions regarding the securities of the Company.

## **PRACTICES AND PROCEDURES**

The Company shall adhere to the following Principles of fair disclosures for purposes of Code of Practices and Procedures for Fair Disclosure of UPSI:

- a) The Company will strive to promptly make public disclosure of UPSI that is likely to affect price discovery in the securities market, as soon as such information becomes credible and concrete in order to make such Information generally available to public.
- b) The Company will strive to disseminate the UPSI in a uniform and universal manner in order to prevent selective disclosure and ensure equal access to all stakeholders.
- c) The Company Secretary or the Chief Financial Officer, as designated by the Board of Directors, shall act as the Chief Investor Relations Officer, for overseeing the dissemination of information and ensuring timely and accurate disclosure of UPSI.
- d) The Company will strive to make prompt dissemination of UPSI that get disclosed selectively, inadvertently, or otherwise to the public to ensure it becomes generally available.
- e) The Company shall ensure that no UPSI is shared with analysts and research personnel. Authorized representatives of the Company shall be present at meetings with analysts, media persons and institutional investors. Unanticipated questions may be taken note of and a considered response given later.
- f) The Company will strive to give appropriate and fair responses to the queries on news reports and requests for verification of market rumours by regulatory authorities.
- g) The Company shall develop best practices to maintain transcripts or records of proceedings of meetings with analysts and other investor relations conferences on its official website, in order to ensure official confirmation and documentation of disclosures made.
- h) The Company shall handle all UPSI on a need-to-know basis.

- i) Any information which is in the nature of UPSI shared with third parties such as lenders, customers, suppliers, merchant bankers, legal advisors, auditors, or any other counterparty is ought to be done only when the employee is satisfied that such sharing is necessary for 'Legitimate Purposes' and to carry out their legitimate duties and in proper discharge of their responsibility owed to the organization.
- j) The Company shall ensure that the parties with whom UPSI is disclosed for any reason, shall execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential except as provided under Regulations 3(3) of the SEBI PIT Regulations and shall not otherwise trade in securities of the company when in possession of UPSI.
- k) The Company shall enter the details of the person or entity with whom UPSI is shared in a structured digital database maintained by the Company.

#### **SHARING OF UNPUBLISHED PRICE SENSITIVE INFORMATION PURSUANT TO LEGITIMATE PURPOSE**

Sharing of UPSI in the ordinary course of business by an Insider with 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 PIT Regulations.

#### **DISCLOSURE**

This Code, including any amendment thereto, shall be published on the Company's official website and shall be promptly intimated to the stock exchanges where the securities are listed.

The Board of Directors may lay down further principles, rules and procedures, from time to time, to ensure fair disclosure of unpublished price sensitive information.

\*\*\*\*\*