

## **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)**

### **Preamble:**

This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (hereinafter referred as Code or UPSI) is formulated as per regulation 8 of the Securities & Exchange Board of India (Prohibition of Insider Trading )Regulations, 2015, (referred to as 'regulations')which mandate the Board of Directors of every Company, whose securities are listed on a Stock Exchange, to formulate and publish on its official website, a Code of Practices and Procedures for Fair Disclosure of UPSI, that it would follow in order to adhere to each of the principles set out in Schedule A to these regulations, without diluting the provisions of these regulations in any manner.

### **Interpretation:**

- "Code" means this code formulated as per regulation 8 of the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- "SINTERCOM" means Sintercom India Limited having Corporate Identity Number U29299PN2007PLC129267
- Various terms used in this code shall have the same meaning as per the definitions provided in regulation 2 of SEBI (Prohibition of Insider Trading) Regulations, 2015.

### **Applicability:**

The code shall be applicable and binding on all Directors, Employees, connected persons, deemed to be connected persons and insiders.

### **Commencement:**

This code shall come into force from 19<sup>th</sup> April, 2018

Any UPSI that would have a material impact on price of securities of SINTERCOM shall be promptly disclosed to Stock Exchanges where the securities of SINTERCOM are listed.

SINTERCOM will simultaneously upload such information on its website in order to make such information generally available to the members of SINTERCOM, investors and other stakeholders.

SINTERCOM would ensure to disseminate UPSI on uniform and universal basis to avoid selective disclosures. This would be ensured by SINTERCOM by adopting a common platform of Stock Exchanges for public disclosure and also by using various media for quick and timely dissemination.

The Company Secretary of SINTERCOM would be the 'Chief Investor Relations Officer' for the purpose of this code who would deal with dissemination of information and disclosure of UPSI to the members of SINTERCOM, investors and other stakeholders and also to analysts, press, electronic media.

Even after exercising due diligence, if UPSI gets disclosed selectively, inadvertently or otherwise, the Chief Investor Relations Officer will make such information generally available by prompt dissemination as stated above.

The 'Chief Investor Relations Officer' of SINTERCOM is authorized to make appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities including Stock Exchanges.

SINTERCOM would ensure that information shared with analysts and research personnel is not UPSI.

SINTERCOM would develop and evolve best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

SINTERCOM would ensure through the Chief Investor Relations Officer that all UPSI if required to be shared, would be shared on a need-to-know basis with proper checks and balances. Any information that may be classified as UPSI would be dealt with by the Directors and Employees of SINTERCOM with strict confidentiality.

This code has been considered and approved by the Board of Directors of SINTERCOM at its meeting held on 19<sup>th</sup> April, 2018 and authorized to be published on the official website of SINTERCOM on 19<sup>th</sup> April, 2018.

**For Sintercom India Limited**

**Jignesh Rawal**  
**Managing Director**

## SCHEDULE A

[See sub-regulation (1) of regulation 8]

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

1. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
3. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
7. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. Handling of all unpublished price sensitive information on a need-to-know basis.