

SAHYOG MULTIBASE LIMITED

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is laid in terms of Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ('PIT Regulations') envisaging formulation of a "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" for the Board of Directors of the Company.

I. Commencement

This Code shall become applicable with effect from 1st April, 2019.

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 Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

This Code intends to formulate a framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for the Company's securities. To ensure fair disclosure of events and occurrences that could impact price discovery in the market, the Board of Directors of the Company shall adhere to the following Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information envisaged in Schedule A of SEBI (Prohibition of Insider Trading) Regulations, 2015.

1. It shall be ensured that uniform and universal dissemination of unpublished price sensitive information is promptly made to avoid selective disclosures.
2. The Compliance Officer is designated as Chief Investor Relations Officer to deal with dissemination and disclosure of unpublished price sensitive information.
3. It shall be ensured that prompt public disclosure of unpublished price sensitive information is made to make it generally available, once it is discovered that credible and concrete information having the potential of effecting the price of securities of the Company exists or comes into being.
4. It shall be ensured that any unpublished price sensitive information which gets disclosed selectively or inadvertently, is promptly disseminated through Stock Exchanges and made generally available.
5. It shall be ensured that appropriate and fair responses and replies are promptly provided/ given to the news report and any request for verification of market rumours received from regulatory authorities.

6. It shall be ensured that no unpublished price sensitive information is shared with analysts and research personnel.
7. Best practices shall be followed to ensure the recordings/transcripts of the proceedings of meetings with analysts and other investor relation conferences are disseminated by publishing the same on the website of the Company.
8. Unpublished price sensitive information is to be handled on need-to-know basis.

III. Policy for determination of ‘Legitimate Purpose’

Unpublished price sensitive information shared by an Insider shall be construed in pursuance of a “**Legitimate Purpose**” when such information is shared

1. on a need-to-know basis in the ordinary course of business of the Company; and
2. with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants of the Company; or
3. with any other person for a reason deemed necessary in relation to business or management of the Company, including activities incidental or ancillary thereto.

Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall also be considered as an “insider” in terms of PIT Regulations for the purpose of compliance and be notified to maintain confidentiality.