

## **SHRIRAM PISTONS: DELHI**

### **CODE OF PRACTICES & PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, requires our company to frame a Code of Conduct for fair disclosure of Unpublished Price Sensitive Information of the Company.

Code of Conduct for fair disclosure of Unpublished Price Sensitive Information is as under:

#### **1. Definitions**

##### **a) Chief Investor Relations Officer**

Shri R. Srinivasan, Company Secretary, is the Chief Investor Relations Officer. He shall be responsible for overseeing, monitor & co-ordinating dissemination/ disclosure of price sensitive information to Stock Exchanges and stakeholders.

**b) "Unpublished Price Sensitive Information (UPSI):** means any information, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, be information relating to the following:

- i) financial results;
- ii) dividends;
- iii) change in capital structure;
- iv) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
- v) changes in key managerial personnel; and
- vi) material events as given under Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **2. Uniform and Universal dissemination of Unpublished Price Sensitive Information**

The price sensitive information shall be disseminated uniformly and universally to all stakeholders through Stock Exchanges and/ or by posting the same on official website of the Company i.e. [www.shrirampistons.com](http://www.shrirampistons.com).

The Company shall use its best endeavours to avoid selective disclosure of price sensitive information. However, if any Information gets disclosed selectively or inadvertently or otherwise, endeavour shall be made to make generally available the above information through dissemination of the same to Stock Exchanges and/or by posting the same on the official website of the Company as soon as practicable.

**3. Procedure for responding to any Queries on news reports and/or requests for verification of market rumours by regulatory authorities**

- i) Appropriate, fair & prompt response shall be submitted to all queries received from regulatory authorities on news reports or requests for verification of market rumours.  
Such replies shall be submitted by Shri A.K. Taneja, Managing Director, Shri R. Srinivasan, Chief Investor Relations Officer or Shri Naveen Agarwal, Alternate Company Secretary or any other person authorised by them.
- ii) Shri A.K. Taneja, Managing Director or Shri R. Srinivasan, Chief Investor Relations Officer shall decide whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

**4. Procedure for Disclosure/ dissemination of Price Sensitive Information with special reference to Analysts, Institutional Investors etc.**

- i) Only Public information will be provided to Analysts/Research person and Institutional Investors. Alternatively, any unpublished price sensitive information given to Analysts/Research Person should be simultaneously made public at the earliest.
- ii) In order to avoid mis-quoting or mis-representing, it is desirable that two Company representatives be present at the meeting with Analysts and Institutional Investors and the discussion should be recorded and transcripts should be made and disseminated on the official website of the Company.
- iii) Extra caution will be taken while dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions will be taken on notice and a considered response shall be furnished later. If the answer includes price sensitive information, a public announcement should be made before responding.

## **5. Need to Know**

UPSI shall be handled on a “need to know” basis i.e. it shall be disclosed only to those within the Company who need the information to discharge their official duties or discharge of legal obligations.

## **6. Disclosures**

This Code and any amendment thereof will be published on the Company's website ([www.shrirampistons.com](http://www.shrirampistons.com)) and shall be promptly intimated to National Stock Exchange.