

CODE OF FAIR PRACTICE

OBJECTIVE

The objective of formulation of the Code of Practices and Procedures for Fair Disclosures is to ensure fair disclosure of Unpublished Price Sensitive Information which would impact the price of the company's securities and to maintain uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to applicable laws and regulations.

1. **Prompt public disclosure of Unpublished Price Sensitive Information.** Unpublished Price Sensitive Information shall be promptly disclosed by company in Order to make such information generally available. For this purpose **Unpublished Price Sensitive Information means** any information, which relates directly or in directly to a company and which if published is likely to materially affect the price of share of the Company.

The following shall be deemed to be Unpublished Price Sensitive Information:

- i. Financial Results;
- ii. Dividends;
- iii. Change in capital structure;
- iv. Mergers, de-mergers, acquisitions, de-listings, disposals and expansion of business and such other transactions;
- v. Changes in key managerial personnel; and
- vi. Material events in accordance with the listing agreement.

2. **Uniform and Universal dissemination of Unpublished Price Sensitive Information.** The disclosure of Unpublished Price Sensitive Information shall be on a uniform basis and will be universally disseminated to avoid selective disclosure.

3. **Chief Investor Relations Officer.** The Company has designated the Company Secretary as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of Unpublished Price Sensitive Information.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 **Prompt dissemination of Unpublished Price Sensitive Information that gets disclosed inadvertently or selectively.** The Company shall promptly disseminate the Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

5. **Responding to any Queries on News Reports and/or requests for verification of market rumours by Regulatory Authorities.** The Chief Investor Relations Officer shall promptly respond to any queries or request for verification of market rumours by exchanges and shall also provide appropriate assistance and fair response to the regulatory authorities including the stock exchange(s) for verification of news reports and market rumours.

6. **Information sharing with analysts and research personnel.** The Company shall provide only public information to the analyst/ research Persons / large investors like institutions. The Company shall ensure that the information shared with analyst and research personnel is not Unpublished Price Sensitive Information. The company shall also make transcripts or records of the proceedings of meetings with analysts and other investor relations
7. **Unpublished Price Sensitive Information on Need-to Know basis.** Unpublished Price Sensitive Information shall be handled on a “need to know” basis. i.e Unpublished Price Sensitive Information shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
8. **Modification and Amendments.** The Company reserves the right to modify and/or amend this Code of Fair Disclosure at any time. This Code of Fair Disclosure and subsequent amendment(s) thereto, shall be promptly intimated to the stock exchange where the Securities of the Company are listed.
9. **Disclosure of Code on Public Domain.** This Code and any amendment thereof will be published on the Company’s website www.sbcexportslimited.com