

SIS LIMITED

Code of Practices and Procedures for Fair disclosure of Unpublished Price Sensitive Information

[Pursuant to Regulation 8 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

1. Corporate Disclosure Policy

To ensure timely and adequate disclosure of price sensitive information, the following norms are being followed by the Company.

2. Prompt disclosure of price sensitive information

- a. The Company will endeavor to make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
- b. The Company will ensure uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
- c. The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- d. The Company will ensure that all unpublished price sensitive information on a need-to-know basis for legitimate purposes only.

3. Overseeing and Co-ordinating disclosure

- a. The Managing Director/Chief Financial Officer/President M & A are authorised to deal with dissemination of information and disclosure of unpublished price sensitive information.
- b. The Company Secretary shall also be responsible for ensuring that the Company complies with continuous disclosure requirements, overseeing and co-ordinating disclosure of price sensitive information to stock exchanges.

4. The Company will subject to non-disclosure obligation, aim to provide appropriate and fair response to the queries, news reports and requests for verification of market rumors by regulatory authorities.

5. The Company will ensure that information shared with analysts and research personnel is not unpublished price sensitive information.

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

7. Policy for determination of “Legitimate Purposes”

- a. The term “legitimate purpose” shall include sharing of unpublished price sensitive information in the ordinary course of business on a need to know basis, by an insider with partners, collaborators, lenders, customers,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 SEBI (Prohibition of Insider Trading) Regulations, 2015 (“SEBI Regulations”).
- b. Any person in receipt of unpublished price sensitive information pursuant to a legitimate purpose shall be considered an "insider" for purposes of SEBI Regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with SEBI Regulations.
- c. The information shared is in the nature of unpublished price sensitive information, confidentiality of such information must be maintained, and such information must not be disclosed by the recipient in any manner except in compliance with the SEBI Regulations.
- d. The recipient must not trade in the securities of the Company while in possession of unpublished price sensitive information.
- e. Any sharing of unpublished price sensitive information, other than in compliance with this Code, the Code of Conduct or the SEBI Regulations, would be construed as a violation. In case of any violation, disciplinary action would be taken by the Company. The onus lies on the insider to prove to the contrary. Further, the Company shall intimate SEBI about such violations and further directions may be issued by SEBI.

* * * * *