

SARTHAK GLOBAL LIMITED

CODE OF PRACTICES AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(As envisaged under Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of 'Sarthak Global Limited' has formulated following Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information to ensure timely and adequate disclosure of Unpublished Price Sensitive Information.

DEFINITIONS

"Company" means Sarthak Global Limited;

"Compliance Officer" means the Company Secretary of the Company or any other person designated by the Board of Directors as Compliance Officer from time to time.

"Chief Investor Relations Officer" means Compliance Officer of the Company.

"Unpublished Price Sensitive Information" (abbreviated as "UPSI") means any information, relating to the Company or its securities, directly or indirectly, that is not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, information relating to the following:—

- i. financial results;
- ii. dividends;
- iii. change in capital structure;
- iv. mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
- v. changes in key managerial personnel

PRINCIPLES AND PROCEDURE FOR FAIR DISCLOSURE

The Company will adhere to the following so as to ensure timely and adequate disclosure of Price Sensitive Information with respect to it or its securities, which is likely to affect price of the securities.

- a) The Company shall make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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- b) The Company shall ensure uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
- c) The Company appoints Company Secretary (Compliance Officer) as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
- d) The Company shall make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- e) The Company shall give appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- f) The Company shall ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
- g) The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the website of the Company to ensure official confirmation and documentation of disclosures made.
- h) The Company shall ensure that all the unpublished price sensitive information are handled on a need-to-know basis.

DETERMINATION OF 'LEGITIMATE PURPOSES'

Any UPSI shared for following purposes shall be deemed to be for 'legitimate purposes':

- (a) Sharing of UPSI in the ordinary course of business by any Insider, Designated Person, or by any Authorized person with existing or proposed partners, collaborators, lenders, customers, suppliers;
- (b) Sharing of UPSI for discharge of legal obligation(s);
- (c) sharing information with merchant bankers for any proposed corporate actions;
- (d) sharing information with auditors for carrying out audit;
- (e) sharing information with other advisors, consultants, lawyers or any other persons for seeking advice or consultancy on any matter;
- (f) sharing information with insolvency professional or any other person appointed by appropriate authority for carrying out his official duty;

Provided that sharing of information for 'legitimate purposes' shall be genuine and on need to know basis only.

This revised code is approved and adopted by the Board of Directors and effective from 01st April, 2019.

