

# **SUN FINLEASE (GUJARAT) LIMITED**

(CIN: L65910GJ1988PLC010293)

Regd. Office: 3, Ravipushp Apartment, B/s. Navneet House, Memnagar, Ahmedabad-380052

Tel.: (079) 27496313 Email: sfgl.1988@gmail.com

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## **CODE OF PRACTICES AND PROCEDURES FOR FAIR**

### **DISCLOSURE OF**

### **UNPUBLISHED PRICE SENSITIVE INFORMATION**

**(Under Regulation 8(1) SEBI (Prohibition of Insider Trading) Regulation, 2015)**

The code of practices and procedures for fair disclosure of unpublished price sensitive information for adhering each of the principles is set out below:

1. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes in to being in order to make such information generally available.
2. Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.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 Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response to queries on news, reports and requests for verification of market rumours by regulatory authorities.
6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
7. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations

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conferences on the official website to ensure official confirmation and documentation of disclosures made.

8. Handling of all unpublished price sensitive information on a need-to-know basis.

The Board of Directors may stipulate further guidelines, procedures and rules, from time to time to ensure fair disclosure of unpublished price sensitive information.

Subsequent modification(s), amendment(s), to SEBI (Prohibition of Insider Trading) Regulation, 2015, shall automatically apply to this code.

## **POLICY FOR DETERMINATION OF “LEGITIMATE PURPOSE”:**

This policy forms a part of the Code of Fair Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (“UPSI”) formulated pursuant to the SEBI (Prevention of Insider Trading) Regulations, 2015 (“SEBI Insider Trading Regulations”) and shall come into effect from 1st April 2019.

- “Legitimate purpose” shall include sharing of UPSI in the ordinary course of business on a need to know basis, by an insider with Designated Persons, partners, collaborators, lenders, 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 the PIT Regulations.
- Any person in receipt of UPSI pursuant to a legitimate purpose shall be considered an "insider" for purposes of the PIT Regulations and due notice shall be given to such person which would inter alia include the following:-

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- (i) The information shared is in the nature of UPSI, confidentiality of such UPSI must be maintained, and such UPSI must not be disclosed by the recipient in any manner except in compliance with the PIT Regulations.
  - (ii) The recipient must not trade in the securities of the Company while in possession of UPSI.
  - (iii) The recipient shall obtain the Company's prior written consent in case the information provided to such recipient is to be used by such recipient for a purpose other than the Legitimate Purpose for which the Company had provided the UPSI and, pursuant to such written consent, such other purpose would also be considered to be a Legitimate Purpose.
- Any sharing of UPSI, other than in compliance with this Code, the Code of Conduct or the PIT 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.
  - In certain circumstances, sharing of UPSI may be construed as a violation of the PIT Regulations even while it is in pursuit of business interests of the Company. Further, in cases where a person who possesses UPSI is uncertain of whether the UPSI can be shared for a particular purpose, such person may seek clarifications from the Compliance Officer before sharing the information.

The Fair Disclosure Code is subject to review by the Board of Directors as and when necessary.