



# **GTV ENGINEERING LIMITED**

CODE OF FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

## **GTV ENGINEERING LIMITED**

### **Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information**

This Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is adopted by the GTV Engineering Limited (“the Company”) in compliance with Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulation, 2015, which provides for formulation of a “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information read with Schedule A of the Regulations.

1. The Company shall make fair and prompt disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
2. It shall be ensured that uniform and universal dissemination of unpublished price sensitive information is promptly made to avoid selective disclosures.
3. The Company Secretary is designated as Chief Investor Relations Officer to deal with dissemination and disclosure of unpublished price sensitive information.
4. It shall be ensured that any unpublished price sensitive information which gets disclosed selectively or inadvertently, is promptly disseminated through Stock Exchanges and made generally available.
5. The Company shall ensure that appropriate and fair responses and replies are promptly provided/ given to the news report and any request for verification of market rumors received from regulatory authorities.
6. It shall be ensured that no unpublished price sensitive information is shared with analysts and research personnel.
7. The Company shall develop and follow best practice to make transcripts or records of proceeding of meeting with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. Unpublished price sensitive information is to be handled on need-to-know basis.
9. The Code is subject to review by Board from time to time.
10. The Board of Directors of the Company may amend, modify or revise any or all clause of this Code from time to time.
11. Sharing of information with partners, collaborators, lenders, customers, suppliers, merchant banker, legal advisors, auditor, insolvency professionals or other advisor or consultants, shall be considered as “Legitimate purpose” for the purpose of sharing unpublished price sensitive information in the ordinary course of business by an insider,

provided that such sharing has not been carried out to evade or circumvent the prohibitions of the regulations.

12. A structured digital database shall be maintained containing the name of such persons or entities as the case may be with whom information is shared for legitimate purpose along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Adequate and effective system of internal controls will also be laid out to ensure the compliance of maintenance of a digital database for sharing the information for said legitimate purpose.
13. Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for purpose of Regulations and such person are also required to ensure the confidentiality of unpublished price sensitive information shared with them, in compliance with Regulations.

Note: This revised code is approved by Board on April 24<sup>th</sup>, 2019.

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