



# Seshasayee Paper and Boards Limited

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CIN : L21012TZ1960PLC000364

## **SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015**

### **Code of Practices and Procedures for Fair disclosure of Unpublished Price Sensitive Information Principles of Fair Disclosure**

1. Seshasayee Paper and Boards Limited ('the company') is a public limited company and its Equity Shares are listed on NSE & BSE. It commits to diligently follow the mandate set out in the SEBI (Prohibition of Insider Trading) Regulations, 2015 ('the Regulations').
2. The company in deference to Regulation 8(1) hereby sets out the code of practices and procedures for fair disclosure of unpublished price sensitive information. The underlying objective is to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for its Equity Shares.
3. All terms used in this document shall have the meaning assigned to them under the SEBI (Prohibition of Insider Trading) Regulations, 2015 and other applicable SEBI Regulations.
4. This code has been approved by the Board of Directors of the company at their meeting held on 26<sup>th</sup> March 2015 and shall come into force from 26<sup>th</sup> March 2015 being the date on which the Regulations come into force.
6. The company shall ensure prompt public disclosure of unpublished price sensitive information. Such a disclosure would be made no sooner than credible and concrete information coming to its knowledge.
7. The company would avoid selective disclosure of unpublished price sensitive information. The disclosure would be made by promptly sending the same to the SEs and simultaneously placing it on the website of the company with a view to make it generally available to investors and public at large.
8. In the event of any unpublished price sensitive information for reasons beyond the reasonable control of the company getting disclosed selectively, inadvertently or otherwise, the company would take immediate corrective steps for prompt dissemination of such information to make it generally available.



9. The company is a firm believer in knowledge sharing and information dissemination beyond the bounds of precise prescription under statutes except in case of classified documents and confidential information or involving intellectual property rights. The company would accordingly come swiftly with appropriate and fair response to queries on news reports including requests for verification of market rumors by regulatory authorities.
10. The company, given its size and positioning of the market, is not normally approached by analysts and research personnel. If and when the company organizes investor relations conferences or is approached by analysts and research personnel it will ensure that the information provided to them is not unpublished price sensitive information. The Chairman, Managing Director and other KMPs alone are authorized to give information on these occasions and other company officials are expressly prohibited from doing so. In such an event, the company would also put in place an appropriate system for following best practices towards making transcripts or records of procedures on its official website to ensure official confirmation and documentation of disclosures made.
11. The company would exercise due care and restraint in handling all unpublished price sensitive information strictly on a need to know basis.
12. All directors, employees, auditors and other persons having business/ professional relationship with the Company shall maintain strict confidentiality of all price sensitive information. They are authorised to disclose such information only in furtherance of legitimate business purpose, performance of duties or discharge of legal obligation but not otherwise and on a strictly need to know basis. In case of doubt, they must obtain written confirmation of the Company Secretary before proceeding to make any such disclosure.
13. The Company Secretary is designated as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

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