

**CODE OF PRACTICES AND PROCEDURES  
FOR FAIR DISCLOSURE OF  
UNPUBLISHED PRICE SENSITIVE  
INFORMATION  
OF  
INNOVASSYNTH INVESTMENTS LIMITED**

## INNOVASSYNTH INVESTMENTS LIMITED

### INTRODUCTION:

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interests of investors in general, had formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“Regulations”) under the powers conferred on it under the SEBI Act, 1992. These regulations came into force with effect from 15<sup>th</sup> May, 2015 and the same have been made applicable to all companies whose shares were listed on Indian stock exchanges. Innovassynth Investments Limited is required to formulate Code of Practices and Procedures for Fair Disclosures.

### OBJECTIVE OF THE CODE OF FAIR DISCLOSURES

The Code of Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the company’s securities and to maintain the uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to applicable laws and regulations. Further, the Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

### EFFECTIVE DATE

This Code has been approved by the Board of Directors of the Company and shall be effective from May 29, 2015.

### DEFINITIONS

‘**Company**’ Innovassynth Investments Limited (hereinafter referred as ‘the Company’).

‘**Compliance Officer**’ for the purpose of these regulations means the Company Secretary of the Company. In absence of the Company Secretary, Chief Financial Officer of the Company authorized by the Board of Directors of the Company to discharge the duties of Compliance Officer under the regulations.

‘**Chief Investors Relations Officer/CIO**’ means Company Secretary of the Company or such other person as may be nominated by the Chairperson(s) of the Board of Directors of the Company to act as Chief Investors Relations Officer.

“**Unpublished price sensitive information**” means any information, relating to a company or its securities, directly or indirectly, that is not generally available which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 financial results, dividends, change in capital structure, mergers, de-mergers, acquisitions, delisting's, disposals and expansion of business and such other transactions, changes in Key managerial personnel; and materials events in accordance with the listing agreements.

The Company will adhere to the following so as to ensure fair disclosure of events and occurrence that could impact price of its securities in the market:

**1. Norms for disclosure of unpublished price sensitive information:**

**a. Prompt public disclosure of unpublished price sensitive information**

The Company shall endeavour to make prompt public disclosure of all unpublished price sensitive information(s) that may impact price discovery, as soon as credible and concrete information comes into being, in order to make such information generally available.

**b. Uniform and Universal dissemination of unpublished price sensitive information**

The disclosure of unpublished price sensitive information shall be on a continuous, immediate, uniform basis and universally disseminated. The Company may consider others ways of supplementing information released to stock exchanges by improving Investor access to their public announcements.

**c. Overseeing and Coordinating disclosure**

The Company shall designate Compliance officer to act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information. The CIO shall be responsible for ensuring that the Company complies with continuous disclosure requirements and overseeing and coordinating disclosure of unpublished price sensitive information to stock exchanges, on the website of the Company and media.

**d. Responding to market rumours**

The Company shall make appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.

**2. Process of disseminating information in order to make the unpublished price sensitive information generally available:**

- Disclosure/dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.
- Company shall ensure that disclosure to stock exchanges is made promptly.
- The website of the company may provide a means of giving investors a direct access to analyst briefing material, significant background information and questions and answers.

**3. Manner of dealing with analyst and research personnel:**

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

**4. General available information**

The Company will promptly disclose the following information on the website of the Company and to the stock exchanges:

- a. Declaration of Financial results (quarterly, half-yearly and annual)
- b. Declaration of dividends (interim and final)
- c. Issue of securities by way of public/ rights/bonus, etc.
- d. Any major expansion plans or winning of bid or execution of new projects
- e. Amalgamation, mergers, takeovers and buy-back
- f. Disposal of whole or substantially whole of the undertaking
- g. Any changes in policies, plans or operations of the Company
- h. disruption of operations due to natural calamities
- i. Litigation/dispute with a material impact
- j. Change in Key managerial personnel
- k. Any information which, if disclosed, in the opinion of the person disclosing the same is likely to materially affect the prices of the securities of the Company.

**5. Unpublished price sensitive information on Need-to-Know basis**

Unpublished Price Sensitive Information shall be handled on a “need to know” basis i.e. unpublished Price Sensitive Information shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations

**6. Disclosure of Code on Public Domain**

This Code and any amendment thereof will be published on the Company's website [www.innovassynthinvestments.in](http://www.innovassynthinvestments.in).

**7. Amendment of the Code**

This Code and any subsequent amendment(s) thereto, shall be promptly intimated to the Stock Exchange where the securities of the Company are listed.