



**CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURE OF  
UNPUBLISHED PRICE SENSITIVE INFORMATION**

**Under Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**

**Version 1 – April 1, 2024**

**Ownership- Secretarial Department**

**SATIN HOUSING FINANCE LIMITED**

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India,

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**Revision History:**

<b>Version No.</b>	<b>Date</b>	<b>Ownership/Prepared by/Modified by</b>	<b>Overview of Changes</b>	<b>Approved by</b>
Version – 1		Vaishali Goyal	Original	Board of Directors

1. **Preface:**

1.1 In an endeavor to preserve the confidentiality of unpublished price sensitive information (“UPS I”) and to prevent its misuse in the day-to-day business affairs along with an aim to promote the culture of fair disclosure of information in due compliance with the Principles of Fair Disclosures as set out in the SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred as “SEBI (PIT) Regulations”), the Board of Directors of the Company, M/s Satin Housing Finance Limited (“the Company”) has formulated a Code of Conduct to be known as **“Satin's Code of Conduct for fair disclosure of unpublished price sensitive information”**(hereinafter referred as “Code for fair disclosure of UPSI” or “Code”).

- 1.1 The Code is subject to review by the Board of Directors as and when deemed necessary.
- 1.2 This Code ensures timely and adequate disclosure of UPSI which would impact the price of its securities and to maintain uniformity, transparency and fairness in dealing with all its stakeholders.
- 1.3 The Company through its CIRO or Deputy Company Secretary, if any (in case of absence of CIRO) is committed to timely and accurate disclosure based on applicable legal and regulatory requirements.

2. **Objects of the Code:**

The Code aims at:

- 2.1 Preventing the misuse of UPSI within the Organization and practice of selective disclosures to the public;
- 2.2 Acknowledging the necessity of communicating, providing or allowing access to information and promoting the principle of equality of access to information.

3. **Chief Investor Relations Officer:**

- 3.1 The Company Secretary or any other senior officer duly authorized by the Board of Directors of the Company, shall act as the Chief Investor Relations Officer (“CIRO”), who would be responsible for satisfactory discharge of the duties and responsibilities laid down under this Code. In case of absence of CIRO, Deputy Company Secretary, if any, shall be discharge the duties and responsibilities of CIRO under this code.

4. **Procedural Aspects involved in complying with the principles of fair disclosure of information:**

S. No.	Principal	Procedure
1	Prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.	<p>In this regard, to ensure fair and timely disclosure of information that would have direct impact on the market price of the securities, the Company generally follows the below-mentioned procedure:</p> <p>(a) Intimates the Stock Exchange(s) well in advance about the Board Meeting in which any such proposal is to be considered;</p> <p>(b) Intimates the outcome of the said Board Meeting within, stipulated time periods;</p> <p>(c) Updates the Stock Exchange(s) about the current happenings in respect of the events that have direct bearing on the market sentiments for onward Dissemination to the public at large.</p>
2	Uniform and universal dissemination of UPSI to avoid selective disclosure	<p>To ensure that the UPSI is evenly and properly disseminated, the Company generally, in compliance with the provisions of applicable statutes, follows the following procedure &amp; practices:</p> <p>(a) Intimates the said information to the Stock Exchange(s) where its securities are listed, within the stipulated time period;</p> <p>(i) Publicize the said information in the Newspapers, wherever mandated under various Statutes;</p> <p>(ii) Uploading the said information on the Official Website under Investors' Section as early as possible or as is stipulated under various Statutes;</p> <p>(iii) Disclose press releases issued by it from time to time which are considered to be important for the general public besides putting the same on Company's website;</p> <p>(iv) Put on Company's website quarterly and annual financial</p>

		<p>results and all investor presentations pertaining to such financial results for reference of general public.</p>
<b>3</b>	<p>Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.</p>	<p>To ensure authentication of the information to be disclosed to the stakeholders, the said Information is generally cross verified by the CIRO.</p> <p>However, if any information gets disclosed selectively, inadvertently or otherwise, the Company:</p> <p>(a) intimates the facts and rectified information to the Stock Exchange(s), where the securities of the Company are listed, for onward dissemination to the shareholders;</p> <p>(b) Publicize the facts and rectified information, if required, in the Newspapers.</p>
<b>4</b>	<p>Appropriate and fair response to queries on news reports and requests for verification of market rumors by Regulatory Authorities.</p>	<p>(a) The CIRO shall be responsible for giving appropriate and fair response to queries on news reports and requests for verification of market rumors by Regulatory Authorities.</p> <p>(b) Employees of the Company shall not respond under any circumstances to enquiries from the Stock Exchanges, the media or others unless authorised to do so by the CIRO of the Company.</p>
<b>5</b>	<p>Ensuring that information shared with analysts and research personnel is not UPSI.</p>	<p>The CIRO/ respective Departmental Heads shall take all necessary measures to ensure that no UPSI is being disclosed to analysts and research personnel.</p>
<b>6</b>	<p>Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.</p>	<p>The Company may, from time to time, authorize any concerned persons, depending upon the domain of conferences meetings, to make transcripts or record of proceedings of meetings with analysts. Further, the said proceedings shall be disclosed on the Official Website of the Company.</p>

7	Handling of all UPSI on a need-to- know basis.	a) The Company has in place various suitable safeguards, including “Code of Conduct for regulating, monitoring and trading by Designated persons” to avoid UPSI available to any person who is not required to information. UPSI, may however be disclosed, to persons who need such reporting becoming have access to such information for furtherance of legitimate purposes, performance of duties or discharge of legal obligations in relation to the Company.
8	Determination of Legitimate Purpose for sharing of UPSI	<p>(a) The Company, in its ordinary course of business, share UPSI, for legitimate purpose, with:</p> <ul style="list-style-type: none"> <li>➤ partners,</li> <li>➤ collaborators,</li> <li>➤ lenders,</li> <li>➤ customers,</li> <li>➤ suppliers, .</li> <li>➤ merchant bankers;</li> <li>➤ legal advisors,</li> <li>➤ auditors,</li> <li>➤ insolvency professionals or</li> <li>➤ other advisors or consultants</li> </ul> <p>provided that such sharing is not been carried out to evade or circumvent the prohibitions of this code and SEBI (PIT) Regulations. Explanation: For the Company its “Ordinary course of business” includes regular and usual day to day transactions, general customs and practices of a business performed in the Company.</p> <p>(b) The Company satisfies following factors to ensure that UPSI is shared for legitimate purpose:</p> <ul style="list-style-type: none"> <li>(i) Must be shared in the ordinary of course of business;</li> <li>(ii) Required to be done in furtherance of fiduciary duties or in fulfillment of any statutory obligation;</li> <li>(iii) Information shared is in the interest of other Stakeholders and</li> </ul>

		(iv) Information is not being shared for personal benefit but may result in personal gain consequently
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**5. Declaration:**

The Company hereby declares that all requisite measures shall be taken to ensure adherence with the principles of fair disclosure of UPSI.

**For Satin Housing Finance Limited**

**Sd/-**

**Vaishali Goyal  
Company Secretary & Compliance Officer**