

**THE SWASTIK SAFE DEPOSIT & INVESTMENTS LIMITED
CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION**

I. Introduction

The Securities and Exchange Board of India (“**SEBI**”) has introduced the SEBI (Prohibition of Insider Trading) Regulations 2015 (“Regulations”), to put in place a framework for prohibition of insider trading in securities.

Regulation 8(1) of the Regulations require the Board of Directors of every company, whose securities are listed on a stock exchange, to formulate and publish on its official website, a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (‘Code’) in line with the principles set out in the Schedule A to the Regulations.

II. Title, Commencement & Extent

This Code is called The Swastik Safe Deposit & Investments Limited Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

This Code has been framed in compliance with the aforementioned Regulations and sets out the principles which have to be adhered to for fair disclosure of unpublished price sensitive information.

III. Definitions

In this Code, unless the context otherwise requires,

“Chief Investor Relations Officer” shall mean the officer appointed by The Swastik Safe Deposit & Investments Limited (“**SWASTIK**”) as chief investor relations officer pursuant to Schedule A read with Regulation 8(1) of the Regulations.

“Code” means this Swastik Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, as would be modified from time to time.

“Compliance Officer” means the officer appointed under the Code of Conduct to Regulate, Monitor and Report Trading by Insiders in the Securities of **SWASTIK**.

“Designated Person” shall have the meaning as specified in the Code of Conduct to Regulate, Monitor and Report Trading by Insiders in the Securities of **SWASTIK**.

“Generally available information” shall have the meaning as defined in the Regulations, as per which, it means information that is accessible to the public on a non-discriminatory basis.

“Regulations” mean the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

“SEBI” means the Securities and Exchange Board of India.

“Unpublished Price Sensitive Information or UPSI” shall have the meaning as defined in the SEBI Regulations, as per which, it means any information, relating to the Company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 include but not be restricted to information relating to:

- (i) financial results;
- (ii) dividends;
- (iii) changes in capital structure;
- (iv) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
- (v) changes in key managerial personnel; and
- (vi) material events in accordance with the listing agreement;

Words and expressions used and not defined in the Code but defined in the Regulations, the Securities and Exchange Board of India Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 (18 of 2013) and rules and regulations made there under shall have the meanings respectively assigned to them in those legislations.

IV. Appointment of Chief Investor Relations Officer

1. Mr. Sunil Adukia – Director, shall be the Chief Investor Relations Officer for the purpose of this Code.
2. The Chief Investor Relations Officer shall be responsible for dissemination of information and disclosure of UPSI in terms of this Code and the Code of Conduct to Regulate, Monitor and Report Trading by Insiders in the Securities of SWASTIK.

V. Disclosures under this Code

1. The Chief Investor Relations Officer shall ensure:
 - (i) prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in the manner set out in this Code. For the purpose of this Code, the term “credible and concrete information” shall mean such information that is definitive and which binds SWASTIK;

- (ii) uniform and universal dissemination of UPSI and avoid selective disclosure; and
 - (iii) prompt dissemination of any UPSI that may, inadvertently or otherwise, get disclosed selectively, to ensure that such information is made generally available.
2. The Chief Investor Relations Officer shall be responsible for approving any disclosure or dissemination: (i) by way of intimation to the stock exchanges; (ii) on SWASTIK's official website; (iii) through release of an official press release by the company, to the media; (iv) in any other manner as may be decided by the Chief Investors Relations Officer.
 3. Any communication to be made to the stock exchange, media outlets, including newspapers and news channels, whether in the form of Press Release or otherwise (herein collectively referred to as "Investors Communication"), shall require the prior authorization of the Chief Investor Relations Officer.
 4. The Chief Investor Relations Officer shall also be responsible for supervising information posted on the Investor Section of the website of SWASTIK (herein referred to as "Website Content for Investors") in terms of this Code and shall give appropriate directions for the publication and retention of such information.
 5. The Chief Investor Relations Officer shall provide reports to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors in relation to the steps taken to implement this Code.

VI. Handling UPSI

1. All employees directors, and connected persons of SWASTIK are required to ensure that handling of all UPSI and other confidential information, is done on strictly need-to-know basis and in line with the any other applicable codes, policies and procedures of SWASTIK, including the Code of Conduct to Regulate, Monitor and Report Trading by Insiders in the Securities of SWASTIK.
2. In case of any concerns on the manner in, and extent to which such UPSI may be shared, such persons are requested to discuss the preferred approach with the Compliance Officer.

VII. Interaction with Research Analysts

1. The Chief Investor Relations Officer will identify the specific set of Employees, directors, Designated Persons or other insiders who can interact with research analysts and stock brokers on behalf of SWASTIK.
2. Any person not a part of this identified list will need to be pre-authorized by the Chief Investor Relations Officer before they interact with such research analysts or stock brokers on behalf of SWASTIK.

3. All such persons shall ensure that any information shared with analysts and stock brokers is not UPSI.
4. Where queries are raised outside the intended scope of discussion and the SWASTIK representative is of the view that certain responses could lead to disclosure (directly or indirectly) of UPSI, it is advisable to refrain from providing a response, taking note of the query and providing a considered response, if appropriate, at a later stage, after internal consultations.
5. All of the above principles apply to investor conferences, management meetings as well as one-on-one meetings with institutional investors.
6. The Company shall endeavour to develop best practices to make transcripts or written records of meetings with analysts and other investor relation conferences on the official website, wherever possible, to ensure official confirmation and documentation of disclosures made.

VIII. Responses to Queries on News Reports

1. The Chief Investors Relations Officer shall ensure that appropriate and fair responses are provided to queries on news reports and requests for verification of market rumours by regulatory authorities, in a timely manner.
2. All such responses on behalf of the Company shall require the prior approval of the Chief Investors Relations Officer.
