



Jeevan safal with DhanSafal

DHANSAFAL FINSERVE LIMITED:

**CODE OF PRACTICES AND
PROCEDURES FOR FAIR DISCLOSURES
OF UNPUBLISHED PRICE SENSITIVE
INFORMATION**

Amended on: May 05, 2023

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURES OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Introduction

The Securities and Exchange Board of India ("SEBI") notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") on January 15, 2015 and made them effective from May 15, 2015. The PIT Regulations mandates every Listed Company to formulate a Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information ("Code"). In compliance of the above-said regulations, the Board of Directors ("the Board") of DhanSafal Finserve Limited has formulated the Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information ("Code") to comply with the requirements of Regulation 8(1) of the PIT Regulations, as amended from time to time.

Objective

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Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information which would impact the price of the Company's securities and to maintain the uniformity, transparency and fairness in dealing with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.

Definitions

- a) 'Company' means DhanSafal Finserve Limited (hereinafter referred as "the Company");
- b) 'Compliance Officer' for the purpose of these regulations means the Company Secretary of the Company. In absence of the Company Secretary, the Board of Directors may authorise any other officer of the Company to discharge the duties of Compliance Officer under the regulations;
- c) 'Unpublished price sensitive information' shall have the meaning ascribed to it under Regulation 2(1) (n) of the PIT Regulations;
- d) 'PIT Regulations' means Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended.

Principles of Fair Disclosure for purposes of the Code

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. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.**

Unpublished price sensitive information shall be given by Company to stock exchange(s) promptly and also the said information shall be uploaded to the Company's official website (www.dhansafal.com) in order to be accessed by the Investors and members of the Company i.e. to make the information generally available.

2. Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

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

3. Designation of a senior officer as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

- i. The Chief Financial Officer of the Company or such other senior official nominated as such by the Company from time to time shall be the Chief Investor Relations Officer (“CIRO”) for the purpose of this Code. The CIRO shall be responsible for dissemination of information and disclosure of unpublished price sensitive information and also responding to the queries on news reports and requests for verification of market rumours by regulatory authorities.
- ii. In the temporary absence of the CIRO for any reason whatsoever, the Board of Directors of the Company shall nominate any other official of the Company to be responsible for dissemination of information and disclosure of unpublished price sensitive information.

The Chief Investor Relations Officer shall be responsible for ensuring that the Company complies with continuous disclosure requirements and for overseeing and coordinating disclosure of unpublished price sensitive information to stock exchange(s), on the website of the Company and to media.

If information is accidentally disclosed without prior approval of Chief Investor Relations Officer, the person responsible may inform the Chief Investor Relations Officer immediately, even if the information is not considered unpublished price sensitive. In such event of inadvertent, selective disclosure of unpublished price sensitive information, the Chief Investor Relations Officer shall take prompt action to ensure that such information is generally available.

In addition to the Chief Investor Relations Officer, Executive Director is also authorized to communicate with the investors/media.

4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such 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 exchange(s) 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.

5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

The Chief Investor Relations Officer shall promptly respond to any queries or requests for verification of market rumours by regulatory authorities.

The Chief Investor Relations Officer in consultation with the Board of Director(s) shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure. He/she shall also provide appropriate assistance and fair response to the regulatory authorities including the stock exchange(s) for verification of news

reports and market rumours.

6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.

Disclosure/dissemination of Price Sensitive Information while dealing with analysts, media persons and institutional investors, the following guidelines shall be followed:

- a. Only public information to be provided;
- b. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding;
- c. Simultaneous release of information after every such meet.

7. 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.

In order to avoid misquoting or misrepresentation, the Company shall adopt best practices to make transcripts or records of proceedings of such meetings available on the website of the Company, if any to ensure official confirmation and documentation of disclosures made.

8. Handling of all unpublished price sensitive information on a need-to-know basis.

Unpublished price sensitive information shall be handled on a "need to know" basis i.e. it shall be disclosed only to those where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Policy for determination of “Legitimate Purposes”

The term “legitimate purposes” shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the PIT Regulations, or of any other applicable laws that may be in force for the time being.

Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for the purposes of the PIT Regulations and the Company shall give due notice to such person to maintain confidentiality of such unpublished price sensitive information in compliance with the PIT Regulations.

Structured Digital Database

A structured digital database shall be maintained containing the nature of Unpublished price sensitive information and the names of such persons or entities with whom information is shared for any legitimate purpose or who has shared such information along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained on the servers managed by the Company with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database. This digital database should be preserved for a period of not less than eight years after completion of the relevant transactions.

Policy Review and Amendments

The Board of Directors may review or amend this code, in whole or in part, from time to time, as per the requirements of the Companies Act, 2013 or SEBI (Prohibition of Insider Trading) Regulations, 2015 or any other enactments/rules as may be applicable.

Disclosure

The Board of Directors may review or amend this code, in whole or in part, from time to time, as per the requirements of the Companies Act, 2013 or SEBI (Prohibition of Insider Trading) Regulations, 2015 or any other enactments/rules as may be applicable. The Code and any subsequent amendment(s) thereto, shall be promptly intimated to the Stock Exchange(s) where the Company's securities are listed and shall be published on the Company's website at www.dhansafal.com.