

## **MAHAVEER FINANCE INDIA LIMITED**

### **Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

#### **1. Objective**

**Mahaveer Finance India Limited ('MFIL')** is a Debt Listed Company. The SEBI (Prohibition of Insider Trading) Regulations, 2015 ("the Regulation") is applicable to all the Companies whose securities are listed in any of the stock exchanges. MFIL being a debt-listed company, the Regulation is applicable. The Regulation mandates all listed company to formulate a policy inter alia containing a policy for determination of Legitimate Purposes as a part of Code of Fair Disclosure and Conduct formulated under Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

#### **2. Scope**

The Policy governs code of practices and procedures to be followed by the Company for Fair disclosure of Unpublished Price Sensitive Information (UPSI). The Policy shall be disclosed to Stock Exchanges and shall be posted in the Company's Website.

#### **3. Policy**

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

- a) Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
- b) Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
- c) The Executive Director of the Company who is to oversee corporate disclosure will be the "Chief Investor Relations officer" (CIRO) to deal with dissemination of information and disclosure of unpublished price sensitive information (UPSI). UPSI may normally be approved by the CIRO before dissemination and disclosure.
- d) Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- e) Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- f) Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
- g) 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.
- h) Handling of all unpublished price sensitive information on a need-to-know basis.

#### **4. Policy for determination of "Legitimate Purpose":**

In compliance with Regulation 3(2A) of the Regulation, the following shall be construed as legitimate purpose for sharing of unpublished price sensitive information in the ordinary course of business:

- a) Sharing of information by an insider with the business partners, collaborators, lenders including Banks and financial institutions, customers and suppliers.

- b) Sharing of information on need to know basis with Merchant Bankers, Legal Advisors, Auditors, Credit Rating Agencies, Insolvency Professionals, Registered Valuers or other Advisors, Consultants and Service Providers.
- c) Sharing of Information by an Insider with any other person in the organisation as well as to an outsider shall be covered while determining the Legitimate Purpose. All the UPSI with outsider shall be shared only upon prior approval by the CIRO.
- d) The sharing of information shall not be in contravention of or evade or circumvent the prohibitions of the PIT Regulation.
- e) Any person in receipt of unpublished price sensitive information pursuant to a “legitimate purpose” shall be considered an “insider” for purposes of these regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.

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