



**PSP PROJECTS LIMITED**

**CODE OF PRACTICES AND PROCEDURES**

**FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

**I. Introduction:**

Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (the “Regulation”) requires every listed company to formulate a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI).

Accordingly, the board of directors of PSP Projects Limited (hereinafter referred to as “the Company”) has adopted this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (hereinafter referred to as “this Code”)

**II. Scope:**

The company endeavours to preserve the confidentiality of unpublished price sensitive information (UPSI) and to prevent its misuse. To achieve these objective, the Company has adopted this code.

This code ensures timely and adequate disclosure of UPSI and maintains uniformity, transparency and fairness in dealing with all its stakeholders.

**III. Definitions:**

Words and expressions used but not defined in this Code shall have the same meaning assigned to them in the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and the rules and regulations made thereunder, as the case may be or in any amendment thereto.

**IV. Principles of Fair Disclosure:**

1. The company shall make 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.
2. Timelines stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or Uniform listing agreement entered into with Stock Exchanges with respect to prior intimations / notices / notifications and disclosures shall be strictly observed by the company to ensure prompt public disclosure of UPSI.

3. The company shall ensure that no selective disclosure of UPSI is made by making prompt, uniform and universal dissemination of UPSI by communicating the same to the stock exchange(s) and disclosing the same on its website.
4. The Compliance officer of the Company shall act as the Chief Investor Relations Officer (CIRO) and deal with the dissemination of UPSI. In addition to the CIRO, the following ('Authorised Spokespersons') are also authorised for determination and dissemination of UPSI:
  - a. Managing Director
  - b. Chief Financial Officer
5. Promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
6. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities such as Stock Exchanges etc.
7. The CIRO shall ensure that information shared with analysts and research personnel is not UPSI.
8. The CIRO shall ensure that the presentations, discussions, transcripts or records of the proceeding of meetings with analysts and investors is promptly disseminated to stock exchanges through the Compliance Officer or any KMP authorised for the said purpose and posted on the Company's website for the benefit of other shareholders and on the website of the Stock exchange(s) to avoid selective disclosure
9. Handle all price sensitive information on a need-to-know basis by creating suitable safeguards to avoid UPSI becoming available to any person who is not required to have access to such information. UPSI, may however be disclosed, to persons who need such information for furtherance of legitimate purposes, performance of duties or discharge of legal obligations in relation to the Company.

#### **V. Amendment:**

This Code has been framed in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. In case of any amendment in the Regulations, direction or clarification by SEBI, provision of this Code shall be read and implemented in context of such amended or clarified positions.

This Code may be modified, amended or substituted by the Board of Directors as may be necessary and every amendment thereto, shall be promptly intimated to the Stock Exchange(s) where the securities are listed.

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