



PANCHSHEEL BUILDTECH PRIVATE LIMITED

(CIN: U45200DL2006PTC156772)

**“CODE OF CONDUCT FOR
PROHIBITION OF INSIDER TRADING
AND CODE OF PRACTICES AND PROCEDURES FOR
FAIR DISCLOSURE OF UNPUBLISHED PRICE
SENSITIVE INFORMATION OF
PANCHSHEEL BUILDTECH PRIVATE LIMITED”**



PANCHSHEEL BUILDTECH PRIVATE LIMITED

(CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING AND CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION)

INTRODUCTION:

The Securities and Exchange Board of India ("SEBI") has notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Insider Trading Regulation"), which are applicable to all the Companies whose securities are listed on stock exchanges, with effect from 15th May, 2015 and in terms of Regulation 8(1) of the Insider Trading Regulations, the Board of directors of the Company are required to formulate a "Code of Conduct for Prohibition of Insider Trading and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information". To adhere with the mandate of the Law the Board of Directors (the "Board") of Panchsheel Buildtech Private Limited (the "Company" or "PBPL"), has formulate and publish on its website, a "Code of Conduct for Prohibition of Insider Trading and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" and adopted the Code of Conduct to regulate, monitor and report trading by its employees connected persons ("the Code") within the terms of the Insider Trading Regulations.

DEFINITIONS:

The term "Unpublished Price Sensitive Information", "Connected Persons", "Insider Trading", "Generally available Information" and "Securities" shall have the meaning as defined in the Insider Trading Regulations.

NORMS FOR FAIR DISCLOSURE

The Company with immediate effect shall adhere to the following norms, so as to ensure fair and transparent disclosure of events and occurrence that could impact price discovery in the market for its securities:

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 Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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.
2. Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary of the Company shall act as a chief investor relations officer for the purpose of aforesaid SEBI Regulation and to deal with dissemination of information and disclosure of unpublished price sensitive information. In the absence of Company Secretary, Chief Financial Officer or such other officer as may be authorized by the Board of Directors in this regard, shall act as the Chief Investor Relations Officer.
4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.



5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
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.
8. Handling of all unpublished price sensitive information on a need-to-know basis.

POLICY REVIEW / AMENDMENT:

The code of Fair Disclosure shall be reviewed by the Board of Directors and shall be amended from time to time to incorporate any amendments that are made to Insider Trading Regulations, Listing Regulations and other guidelines issued by SEBI or any other regulatory authority.

DISCLOSURE:

The Code of Fair Disclosure, including any amendment thereto, shall be placed on the Company's official website.

NOTE: THIS POLICY IS ONLY INTENDED FOR GOVERNING THE INTERNAL CODE OF CONDUCT AND IT SHALL BE THE RESPONSIBILITY OF EACH EMPLOYEE AND MEMBER OF THE BOARD TO ENSURE COMPLIANCE WITH THE SEBI REGULATIONS, GUIDELINES AND RELATED STATUTES, AS AMENDED FROM TIME TO TIME.