

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UNPUBLISHED PRICE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

EASY TRIP PLANNERS LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Preamble

The Code of Conduct will be known as- “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” hereinafter referred to as “this code”

Clause 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018, mandates the Board of Directors of every listed company to formulate a Code of Practices & Procedures for fair disclosure of Unpublished Price Sensitive Information (UPSI) that it would follow in order to adhere to each of the Principles set out in Schedule A to the Regulations, without diluting the provisions of these regulations in any manner.

Accordingly this code has been formulated based on the principles of Fair Disclosure of unpublished price sensitive information as set out in Schedule A of the Regulations. Words and expressions used but not defined in this Code shall have the same meaning as assigned to them in the SEBI (Prohibition of Insider Trading) Regulations, 2015 or the Securities and Exchange Board of India Act, 1992, 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.

This code is subject to review by the Board of Directors as and when deemed necessary. This Policy has been adopted by the Board at its meeting held on 2nd December, 2019 and will come into effect on 2nd December, 2019.

OBJECTIVE:

In accordance with the above mentioned Regulations and in order to prevent the confidentiality and misuse of unpublished price sensitive information, the Board of Directors of Easy Trip Planners Limited has approved and adopted this code.

UNPUBLISHED PRICE SENSITIVE INFORMATION:

“Unpublished Price Sensitive Information” (UPSI) means any information, relating to the company or its securities, directly or indirectly, that is not generally available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 restricted to, information relating to the following:

- (i) Financial results;
- (ii) dividends;
- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
- (v) changes in key managerial personnel

CODE OF PRACTICES & PROCEDURES -

1. Person responsible to deal with dissemination of Information & disclosure of Unpublished Price Sensitive Information (UPSI)

The Company has designated the Company Secretary as Compliance officer to deal with dissemination of information and disclosure of Unpublished Price Sensitive Information (UPSI) to Stock Exchanges.

The Chief Financial officer will be designated as Chief Investors Relations officer (CIRO)

Company Secretary will work under the guidance of Chief Financial officer/Chief Investors Relations Officer of the Company.

2. Prompt Public disclosure of Unpublished Price Sensitive Information (“UPSI”)

UPSI that would impact price discovery shall be promptly given to Stock Exchange and disseminated no sooner than credible and concrete information comes into being in order to make such information generally available.

3. Uniform and Universal Dissemination of UPSI

Chief Investor Relations Officer shall ensure that the Disclosure/Dissemination of information are done through various media so as to achieve maximum reach and quick dissemination.

4. Prompt Public disclosure of UPSI that gets disclosed selectively, inadvertently or otherwise

UPSI to be disseminated by anyone on behalf of the Company shall be got approved in advance from the Chief Investors Relations Officer.

If, any UPSI is accidentally/inadvertently or otherwise disclosed by anyone without prior approval from Chief Investors Relations Officer, the person

responsible shall immediately inform the Chief Investors Relations Officer, even if the information is not price sensitive.

The UPSI that gets disclosed selectively, inadvertently or otherwise must promptly be attended to and the UPSI along with necessary clarification shall be promptly disseminated and be made generally available to all concerned and by sending a copy to Stock Exchange.

5. Responding to Queries on news reports and market rumors

Any queries on news report or requests for verification of market rumours by stock exchanges/regulatory authorities shall be immediately forwarded by the recipient to the Chief Investor Relations Officer. The Chief Investors Relations Officer in consultation with Managing Director & CEO of the Company shall decide whether a public announcement is necessary for verifying or denying rumors and then make the disclosure.

6. Disclosure/dissemination of unpublished Price Sensitive Information with special reference to Analysts, Institutional Investors

No UPSI shall be disclosed /disseminated to analysts, institutional investors, research personnel etc. Only public information should be provided to the analysts/institutional investor's research personnel/ large investors like institutions. Alternatively, the information given to the analyst etc. should be simultaneously made public by informing to Stock Exchange (through CIRO) simultaneously with providing of such information to Analyst.

For this purpose the information must be sent to CIRO before sharing the information with Analysts.

7. Transcripts and Recording of Proceedings

Any meeting with an Analyst, Broker(s) or Institutional Investor shall be attended by the Chief Investors Relations Officer of the Company or any other person as may be authorized by him in this regard from time to time.

8. Handling of all Unpublished Price Sensitive Information on a need to know basis

Unpublished Price Sensitive Information (UPSI) is to be handled on a "need to know" basis, i.e. Unpublished Price Sensitive Information should be disclosed only to those within the Company who need the information to

discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information. No Unpublished Price Sensitive Information (UPSI) shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations. All Unpublished Price Sensitive Information (UPSI) directly received by an employee should immediately be reported to the CIRO, who in consultation with Managing Director & CEO shall decide whether a disclosure is necessary to Stock Exchange.

Communication or procurement of Unpublished Price Sensitive Information

1. No insider shall communicate, provide, or allow access to any unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
2. No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to a company or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

Determination of Legitimate Purposes:

The term legitimate purpose shall include:

1. 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 SEBI (Prohibition of Insider Trading) Regulations, 2015.
2. sharing of unpublished price sensitive information for performance of duties or discharge of legal obligations.

Policy Review:

The Code may be reviewed by the Board of Directors and necessary amendments may be incorporated therein. All the provisions as mentioned under this policy are subject to any amendments or modifications as may be made in the applicable regulations from time to time.