

## **CODE OF FAIR DISCLOSURE AND CONDUCT**

Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, requires every listed Company to formulate a stated framework and policy for fair disclosure of events and occurrences that would impact the price of the Company's securities in the market.

### **I. The principles of Fair Disclosures**

The principles of fair disclosure adopted by Wintac Limited ('the Company') in pursuance of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 are as follows:

1. To make prompt public disclosure of unpublished price sensitive information (UPSI) that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. To make disclosures of UPSI in a universal and uniform manner to avoid selective disclosure.
3. To designate senior officer as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of UPSI. (Vice President (Finance) & Secretary will be the Chief Investor Relations Officer of the Company)
4. To promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. To provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. To ensure that the information shared with analysts and research personnel is not UPSI.
8. Handling of all UPSI on a need-to-know basis.

### **II. Sharing of UPSI for legitimate purpose**

The UPSI shall be shared by any persons authorized by the Board of Directors or Chief Investor Relations Officer of the Company in this behalf, only in furtherance of legitimate purposes which shall include the following;

1. sharing of UPSI in the ordinary course of business by any Insider, Designated Person, or by any Authorized person with existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants,
2. sharing of UPSI where such sharing is in part and furtherance of performance of duty,
3. sharing of UPSI for discharge of legal obligations, if any.

4. sharing of UPSI for any other genuine or reasonable purpose as may be determined by the Chief Investor Relations Officer of the Company.

Provided that such sharing should not be carried out to evade or circumvent the prohibitions of SEBI (Prohibition of Insider Trading) Regulations, 2015.

### **III. Issue of Notice to the recipient of UPSI**

Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of this Code and due notice shall be given to such persons:

1. to make them aware that the information shared is UPSI.
2. to make them aware about the duties and responsibilities attached to the receipt of such UPSI and the liabilities attached to mis-use of the same.
3. to instruct them to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.

This Code and any amendment thereof will be published on the Company's website and the same shall be promptly intimated to the Stock Exchange where the securities of the Company are listed.

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