

**SUNGOLD CAPITAL LIMITED**

(CIN: L65910GJ1993PLC018956)

**CODE OF PRACTICE AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION**

*(PURSUANT TO REGULATION 8 OF SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015)*

**SUNGOLD CAPITAL LIMITED** (“the Company”) shall adhere to the following practices and procedure to ensure fair disclosure of price sensitive information such as the event and the occurrence that could impact price of the securities of the Company.

A code of practices and procedure for fair disclosure of unpublished price sensitive information for adhering each of the principle is set out below:

To ensure timely and adequate disclosure/dissemination of Unpublished Price Sensitive Information, the Company shall follow the following norms:

1. Unpublished Price Sensitive Information shall be disclosed by the Company to stock exchange(s) and disseminated on a continuous and immediate basis.
2. The Company may also consider ways of supplementing information released to stock exchanges by improving investor access to their public announcements.
3. The Company shall designate a senior officer as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of Unpublished Price Sensitive Information. The Chief Investor Relations Officer shall be responsible for ensuring that the Company complies with continuous disclosure requirements, overseeing and coordinating disclosure of Unpublished Price Sensitive Information to stock exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedure.
4. All Unpublished Price Sensitive Information should normally be approved in advance by the Chief Investor Relations Officer before disclosure/ dissemination. If information is accidentally disclosed without prior approval, the person responsible may inform the Chief Investor Relations Officer immediately.
5. The Company shall have clearly laid down procedures for responding to any queries on news reports or requests for verification of market rumors by regulatory authorities, stock exchange(s). The Chief Investor Relations officer shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumors and then making the disclosure.
6. The following guidelines shall be followed while dealing with analysts and institutional investors:
  - a. The Company shall provide only public information to the analyst/ research persons/ large investors like institutions. Alternatively, the information given to the analyst should be simultaneously made public at the earliest.

- b. At least two Company representatives be present at meetings with analysts, media persons and institutional investors in order to avoid misquoting or misrepresentation and discussions may be transcript/recorded, if required. Such unanticipated questions may be taken on notice and a considered response given later. If the answer includes Unpublished Price Sensitive Information, a public announcement should be made before responding.
  - c. If the answer includes price sensitive information, a public announcement should be made before responding.
  - d. When the company organizes meetings with analysts, the company shall make a press release or post-relevant information on its website after every such meet. The company may also consider live webcasting of analyst meets.
7. Unpublished Price Sensitive Information that would impact price discovery shall be not disclosed unless credible and concrete information comes into being in order to make such information generally available.
8. Unpublished Price Sensitive Information shall be disclosed/ disseminated on uniform and universal basis and selective disclosure should not be made. In case any such information gets disclosed selectively, inadvertently or otherwise to it shall be promptly disclosed/disseminated to make such information generally available.
9. The medium of disclosure/dissemination shall be as follows:
  - i. Disclosure/ dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.
  - ii. The Company shall ensure that disclosure to stock exchanges is made promptly.
  - iii. The Company may also facilitate disclosure through the use of their dedicated Internet website.
  - iv. Company websites may provide a means of giving investors a direct access to analyst briefing material, significant background information and questions and answers.

The information filed by the Company with exchanges under continuous disclosure requirement may be made available on the Company website.

This Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information has been adopted by the **Board at its meeting held on May 15, 2015** and shall be effective immediately.

**For Sungold Capital Limited**

**Bhumika Sidhpura  
(Company Secretary)**