

PREM SOMANI FINANCIAL SERVICES LIMITED

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[Under Regulation 8 of the Securities Exchange Board of India (Prohibition of Insider trading)
Regulations, 2015]



1. BACKGROUND, PURPOSE & SCOPE

• Background:

The Securities Exchange Board of India (SEBI) has promulgated the SEBI (Prohibition of Insider Trading) Regulations, 2015, on 15th January, 2015 and amended from time to time (hereinafter referred to as the "Regulations"), to formulate a stated framework and code for fair disclosure of Unpublished Price Sensitive Information, events and occurrences (herein after referred to as the "Code") that could impact price discovery in the market for its securities.

• Objects & Scope:

As per the requirement of Regulation 8 of Chapter IV of the aforesaid code,

"The board of directors of every company, whose securities are listed on a stock exchange, shall formulate and publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A to these regulations, without diluting the provisions of these regulations in any manner"

The Company has adopted this Code of Fair Disclosure and Conduct after incorporating the relevant clauses of Regulation 8 & Schedule A to the aforesaid Code the provisions of this Code must be read along with the Regulations and if there is any inconsistency/contradiction between the two, the provisions of the Regulations shall prevail.

2. Definitions

I. "Company" means 'Prem Somani Financial Services Limited, having its registered office at 42, Jai Jawan Colony Scheme No.3 Durgapura, Jaipur, Rajasthan -302018 India.

II. "Chief Investor Relations Officer" means the Compliance officer of the Company.

III. "Unpublished Price Sensitive Information" means any information, relating to the Company or its securities, directly or indirectly, that is not generally available which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 including but not restricted to, information relating to the following :-



- a) Financial results;
- b) Dividends;
- c) Change in capital structure;
- d) Mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
- e) Change in key managerial personnel;

IV. **“Generally Available Information”** means information that is accessible to the public on a nondiscriminatory basis.

V. **“Legitimate purpose”** shall include 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 these PIT regulations and this code..

VI. **“Insider”** means any person who is

- i) connected person
- ii) or in possession of or having access to unpublished price sensitive information.

3. Administration:-

Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information:

Compliance officer of the Company will be designated as Chief Investor Relations Officer, to deal with dissemination of information and disclosure of unpublished price sensitive information.

The duties of the Chief Investor Relations Officer will be inclusive of, but not limited to, the following :-

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 information to avoid selective disclosure.




3. The Complince Officer of the Company shall act as the as a chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available..
5. The Company shall always endeavour to provide Appropriate and fair response to queries on news reports and requests for verification of market rumors 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.
9. Due notice shall be given to such person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" who shall be considered an "insider" for purposes of these regulations to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.
10. A structured digital database shall be maintained containing the names of such persons or entities as the case may be with whom information is shared for legitimate purposes along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Adequate and effective system of internal controls will also be laid out to ensure the compliance of maintenance of a digital database for sharing the information for said legitimate purposes.



4. Review of the Policy

The Board shall review and amend this Policy, pursuant to any amendment to the Regulations or as and when deemed appropriate.

For Prem Somn Finance Services Limited


NAWAL OMAR SOMAN
DIN - 08004850
Managing Director

