

CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Purpose of this CODE:

1. Tirupati Sarjan Limited ("Company") is governed, amongst others, by the rules and regulations framed by Securities Exchange Board of India ("SEBI"). SEBI has mandated every listed company to formulate a CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION under SEBI (Prohibition of Insider Trading) Regulation, 2015.
2. Accordingly, the Company has formulated this CODE OF PRACTICE AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION ("CODE").
3. The Audit Committee will review the CODE periodically and may amend the same from time to time and propose the same to the Board for approval.

Definitions:

1. "Act" shall mean the Companies Act, 2013 and includes any amendment thereof.
2. "Board" shall mean Board of Directors of the Company.
3. All capitalized terms used in this CODE but not defined herein shall have the meaning assigned to such term in the Act and the Rules thereunder and SEBI (Prohibition of Insider Trading) Regulation, 2015, ("Regulations") as amended from time to time.

If there is a dispute with regard to definition of any word then the same shall be referred to Audit Committee and its decision shall be final.

The Board has appointed Chief Financial Officer ("CFO") of the Company to deal with dissemination of information and disclosure of UNPUBLISHED PRICE SENSITIVE INFORMATION ("UPSII"). The CFO may be contacted by e-mail at: INFO@tirupatisarjan.com

Principles of Fair Disclosure:

To adhere to the principles as mentioned in Schedule A to the Regulations, COMPANY shall ensure the following:

1. Promptly disclose any UPSI that would impact price discovery no sooner than credible and concrete information comes into being so that such information is generally available.
2.
 - i. Uniformly and universally disseminate in a timely manner UPSI to avoid selective disclosure by communicating the same to the stock exchange(s);
(Note: Under certain circumstances, the Company may keep material information confidential for a limited period of time because immediate disclosure may compromise certain strategic business opportunities of the Company or may not be dis-closable due to third party confidentiality restrictions or uncertainty of event. The Chief Financial Officer of the Company shall determine when to disclose such material information).
 - ii. Put on Company's website quarterly and annual financial results and all investor presentations pertaining to such financial results for reference of the general public.
3. Employees of the Company shall not respond under any circumstances to enquiries from the Stock Exchanges, the media or others; unless authorised to do so by any Director or by CFO of the Company.
4. Promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Provide appropriate and fair response to queries on news reports and requests for verification of market rumours by Regulatory Authorities such as Stock Exchanges, etc.
(Note: The Company shall not comment on every market rumour. If Stock Exchange requests, the Company shall submit its response to the market rumour).
6. Ensure that information shared with analysts and research personnel is not UPSI.
7. The Company communicates with its Institutional shareholders through meetings with analysts and discussions between fund managers and management. The Company also participates at investor conferences from time to time. All interactions with institutional shareholders, fund managers and analysts are based on generally available information that is accessible to the public on a non-discriminative basis.
Details relating to quarterly performance and financial results are disseminated to the shareholders through the website of stock exchange.

8. Handle all price sensitive information on a need-to-know basis by creating suitable safeguards to avoid UPSI becoming available to any person who is not required to have access to such information. UPSI, may however be disclosed, to persons who need such information for furtherance of legitimate purposes, performance of duties or discharge of legal obligations in relation to the Company.

Limitation and Amendment:

In the event of any conflict between the provisions of this CODE and of the Act or the Regulations or any other statutory enactments, rules, the provisions of such Act or the Regulations or statutory enactments, rules shall prevail over this CODE. Any subsequent amendment / modification in the Regulations, Act and/or applicable laws in this regard shall automatically apply to this CODE.