

## Aluwind Architectural Limited

### Code of Practices & Procedures for fair disclosure of Unsensitive Price Sensitive Information under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

#### SCHEDULE A

*[See Regulation 8(1)]*

#### **Introduction:**

This Code of Practices & Procedures for fair disclosure of Unsensitive Price Sensitive Information (UPSI) has been framed under Regulation 8(1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and which has been originally adopted by Board of Directors of Aluwind Architectural Limited (“the Company”) in their Meeting dated 5<sup>th</sup> April, 2024 which shall be applicable with immediate effect.

#### **Objective:**

The Company is in process of getting listed its securities on Recognised Stock Exchange and has to comply with the aforesaid Regulation and is mandatorily required to frame and follow in letter and spirit the following principles for fair disclosure of events and occurrences that could impact price discovery in the market for its securities. Principles such as, equality of access to information, publication of policies such as those on dividend, inorganic growth pursuits, calls and meetings with analysts, publication of transcripts of such calls and meetings, and the like are set out in this schedule or as may be amended from time to time with the approval of Board of Directors or the Committee of Board, if any or may be delegated. The Act shall prevail over this Code in case of conflict.

#### **Definitions**

‘**Chief Investor Relations Officer**’ means Compliance Officer of the Company or in absence of Compliance Officer, any other senior officer, designated so and reporting to the Board of Directors who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of UPSI, monitoring of trades and the implementation of the code specified in these regulations under the overall supervision of the Board of Directors of the Company.

“**Unpublished Price Sensitive Information**” (UPSI) means any information, relating to the Company or its securities, directly or indirectly, that is not generally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

1. Financial Results including both audited or unaudited;
2. Declaration of Dividend including both interim or final;
3. Change in capital structure or issue of securities including debentures;
4. Amalgamation, Mergers, Demergers, Reconstruction, Acquisitions, Delisting, Disposal and Expansion of Business and such other transactions in nature of restructuring;
5. Changes in Key Managerial Personnel; and
6. Material events in accordance with the Listing Obligations & Disclosures Regulations, amended from time to time.

**Contd. 2**

**Aluwind Architectural Limited**

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**SCHEDULE A**

*[See Regulation 8(1)]*

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**Principles of fair disclosure for purposes of Code of Practices and Procedures for fair disclosure of UPSI**

1. Prompt public disclosure of 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. Uniform and universal dissemination of UPSI to avoid selective disclosure.
3. Designation of a Compliance Officer of the Company or in absence of Compliance Officer, Senior Officer as a Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. Ensuring that information shared with analysts and research personnel is not UPSI.
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.

For & on behalf of Board of Directors

**Aluwind Architectural Limited**

Sd/-

**M M Kabra**

**Managing Director**

DIN 0017 8667

This policy is approved by Board of Directors in their Board Meeting dated 5<sup>th</sup> April, 2024.