

Standard Chartered Investments and Loans (India) Limited [SCILL]

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)

In consonance with the principles of fair disclosure specified in SEBI (Prohibition of Insider Trading Regulations), 2015, Standard Chartered Investments and Loans (India) Limited (SCILL) would adhere to following practice and procedure for fair disclosures in respect of unpublished price sensitive information (UPSI)

1. Any information that could have a material impact on price of securities of the SCILL shall be promptly disclosed to Stock Exchanges where the securities of the SCILL are listed. Such disclosure would subject to receipt of internal approvals and made through authorised personnel of the SCILL, in accordance with applicable corporate and securities laws.
2. Uniform and universal dissemination of UPSI would be ensured by SCILL by adopting a common platform i.e. Stock Exchanges for public disclosure. Once the UPSI is communicated to Stock Exchanges as aforesaid, then other medium of dissemination may also be used to ensure such information is made accessible to the public on a non-discriminatory basis.
3. SEBI Compliance Officer of SCILL would be the 'Chief Investor Relations Officer' for the purpose of this code and Insider Trading Regulations. He is authorized by SCILL to ensure proper and timely dissemination of information in the ordinary course of the business and also to disclose UPSI relating to its securities to the investors/ analysts, press, electronic/social media and other concerned members of the public.
4. In the unlikely event of any UPSI being disclosed selectively, inadvertently or otherwise, at any forum whether in India or abroad, the Chief Investor Relations Officer, shall take effective steps to promptly disseminate such information to the Stock Exchanges, for public disclosure.
5. The 'Chief Investor Relations Officer' is authorized to respond to any queries that may be received from stock exchanges, press, electronic/ social media or investors of SCILL, for verification of any market rumours relating to SCILL and/ or any of its subsidiaries, subject to internal clearances.
6. Any information classified as UPSI shall not be shared with analysts and research personnel and in case any disclosure of UPSI is inadvertently made at a meeting with analysts or at any investors relation conference, which if made public could materially impact the price of the securities SCILL on the stock exchange(s), would be promptly communicated to the stock exchanges on which the securities of SCILL are listed, so as to ensure such information is generally available to the public.
7. Any information that may be classified as UPSI would be dealt with by the Directors and Employees of SCILL on 'Need to Know' basis only. In case there is need to share UPSI with any one who is not classified as expected to be in possession of UPSI, wall crossing procedures of Standard Chartered group shall be followed.
8. Sharing of information with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, other advisors or consultants, shall

be considered as “legitimate purpose” for sharing of unpublished price sensitive information in the ordinary course of business by an insider, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations

9. A structured digital database shall be maintained by SCILL containing the names of such persons or entities as the case may be with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such databases shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

10. The board of directors or head(s) of the organisation of every person required to handle unpublished price sensitive information shall ensure that a structured digital database is maintained containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of database

11. The board of directors or head(s) of the organisation of every person required to handle unpublished price sensitive information shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the Board regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

12. This Code and any subsequent amendment(s) thereto, shall be disclosed on the website of the Company.

13. This Code and any subsequent amendment(s) thereto, shall be promptly intimated to the stock exchanges. The Board of Directors of SCILL is authorized to approve changes / amend this Code from time to time.