

POLICY AND PROCEDURE FOR INQUIRY IN CASE OF LEAK / SUSPECTED LEAK OF UNPUBLISHED PRICE SENSITIVE INFORMATION

(adopted by the Board of Directors on 30th May, 2019, with retrospective effect from 1st April, 2019)

Regulation 9A of Securities and Exchange Board of India (Prohibition of Insider Trading Regulations), 2015, including any amendment from time to time (“Insider Trading Regulations”), mandates every listed company to formulate a written **policy and procedures for inquiry in case of leak / suspected leak of unpublished price sensitive information.**

Accordingly, the Board of Directors of **S. R. INDUSTRIES LIMITED** has laid down this Policy and procedure for inquiry in case of leak / suspected leak of unpublished price sensitive information.

1. Definitions

- a) **Code** - means the Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons.
- b) **Compliance Officer**—means a senior officer duly authorized and designated so by the Board of Directors and who possesses financial knowledge and is capable of appreciating requirements for legal and regulatory compliance under these regulations.
- c) **Generally available information** – means information that is accessible to the public on a non-discriminatory basis.
- d) **Insider** – shall mean any person who is –
a connected person; or
in possession of or having access to Unpublished Price Sensitive Information.
- e) **Insider Trading Regulations** – means the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.
- f) **Leak of Unpublished Price Sensitive Information (UPSI)**– means communication of information which is / deemed to be UPSI, by any person, who is in possession of UPSI, to any other person in any manner whatsoever, except as otherwise under the Insider Trading Regulations or the Code.
- g) **Securities** – shall have the meaning assigned to it under the Securities Contract (Regulation) Act, 1956 or any modification thereof except units of a mutual fund.
- h) **Trading** – means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and “trade” shall be construed accordingly.

i) Unpublished Price Sensitive Information (UPSI) – shall mean any information, relating to the Company or its securities, directly or indirectly, that is not “Generally available information” 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 :

- I. financial results;
- II. dividends;
- III. change in capital structure;
- IV. mergers, de-mergers, acquisitions, de-listings, disposals and expansion of business and such other transactions;
- V. changes in Key Managerial Personnel.

Words and Expressions not defined in this Code shall have the same meaning as contained in the ‘Insider Trading Regulations’ or Securities and Exchange Board of India Act, 1992.

2. Reporting of leak / suspected leak of UPSI

In case an employee suspects any leak of UPSI, he may immediately report to the Managing Director or Whole-time Director & CFO or Company Secretary cum Compliance Officer of the Company by an e-mail or a letter.

Contact details –

(1) Managing Director

Mr. R C Mahajan
Managing Director
S. R. INDUSTRIES LIMITED
E-217, Industrial Area, Phase 8B,
Mohali, Punjab – 160071
rcm@srfootwears.com

(2) Whole-time Director & CFO

Mr. Amit Mahajan
Whole-time Director & CFO
S. R. INDUSTRIES LIMITED
E-217, Industrial Area, Phase 8B,
Mohali, Punjab – 160071
amit@srfootwears.com

(3) Company Secretary cum Compliance Officer

Ms. Samandeep Kaur
Company Secretary cum Compliance Officer
S. R. INDUSTRIES LIMITED
E-217, Industrial Area, Phase 8B,
Mohali, Punjab – 160071
saman@srfootwears.com

Employee must put his/her name to allegations. Concerns expressed anonymously WILL NOT BE investigated.

Report should be factual and should contain as much specific information as possible to allow for proper assessment of the nature and extent of the concern.

3. Procedure for inquiry in case of leak / suspected leak of UPSI

Upon receipt of the Complaint, appropriate inquiries shall be initiated forthwith as may be directed by the Managing Director & CEO / Whole-time Director & CFO. They may delegate the case to an "Investigator" for investigation of the instance and ascertaining authenticity of the subject reported.

The Board of Directors and SEBI shall also be promptly informed of such leaks, inquiries and results of such inquiries.

The Board of Directors shall take such actions including penal actions against the offender(s) as may be deemed appropriate and required by law.